

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS' MEETING
MINUTES
April 29, 2026
2:00 p.m.

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

Members Absent: Chris Stagg

Hospital Staff: James Kiser, Connie Prewitt, Sue Romansky, Brittany Hamilton, Misty Carruth and Lenora Cisneros

Guests: Eric Jones & Jessie Nietzer, Ovation Healthcare; Michelle Raust, 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 2:10 p.m., Wednesday, April 29, 2026, 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 approve the agenda as presented. All were in favor and the motion carried.
- III. **Public Comments** – Mr. James Kiser introduced Donna Martinez to the Board as the new Human Resources Director. Ms. Martinez provided a brief overview of her experience at Holy Cross Hospital and with the Taos Pueblo. Following the introduction, the Board recommended re-establishing the Compensation and Benefits Committee now that a permanent HR Director has been hired.
- IV. **Declaration of Conflicts of Interest** – There were no conflict of interests presented.
- V. **Approval of the March 25, 2026, Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the March 25, 2026, THS Board Minutes as presented. All were in favor and the motion carried.
- VI. **Lifewings Quality & Safety Council Report** – Misty Carruth, Director of Quality, Risk & Compliance

- Lifewings Quality & Safety Council Report – April 2026

Ms. Carruth presented the April Quality update, reviewing key measures including inpatient overall hospital rating, inpatient readmission rate, and inpatient satisfaction. The overall inpatient rating was 62.5% based on five returned surveys (four positive, one neutral, one negative). The inpatient readmission rate was 1.1%, well below the national average of 16%. The Board discussed inpatient satisfaction scores related to

communication with physicians and nurses, noting some variation compared to prior months.

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

Hospitalist Services

- Dr. Suchi Shah interviewed in April and received strong, positive feedback from all interviewers. Have made her an offer and waiting to hear back from her

Cardiology

- Recruitment efforts are underway for a second Cardiologist.
- Locum Nurse Practitioner Vicky Hay started on April 20.

Primary Care

- Dr. Ruben Torres will join the medical staff on May 18, strengthening primary care access.
- Dr. Luis Posada is scheduled to interview in late June.
- Primary Care will relocate to Plaza de Colores on May 1.
- Services will operate from two dedicated Primary Care offices, utilizing former Urgent Care and Cardiology spaces. They are hoping to start taking new patients by August. y

Orthopedics

- Dr. Aaron Black begins tomorrow. He will be bringing expertise in complex shoulder surgeries.
- We will have specialized ortho services such as shoulder, knee, and foot & ankle
- Dr. Amy Martin, COS, has agreed to serve as Designated Institutional Official (DIO) for the fellowship.

GMEC Committee Members:

- This committee will be starting up on May 11th.

Radiology

- The CT replacement project begins on May 8:
 - Removal of the existing CT scanner
 - Construction phase
 - Installation of the new CT scanner

- The next project will be to replace the MRI.

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

- The GE monitors are up and running.
- The call lights are up and working.
- The IV pumps will be rolled out on May 6th.
- The end user training is ongoing. The Education Department is coordinating the training.
- May 6th-12th is Nurses Week. They will all be getting a nice gift.
- National Hospital Week will be celebrated tomorrow.

IX. **Acceptance of the March 25, 2026 Finance Committee Executive Summary and Capital Requests** - Ms. Connie Prewitt presented an executive summary for the March 2026 Financials for approval.

Financial Overview

The hospital was under budget by \$209K, while TPS was over by \$549K due to the addition of Taos Ortho Institute.

Net patient revenue was under budget by \$464K. Overall operating revenue was under budget by \$158K. The hospital is over budget on contract labor by \$313K. The net loss for the month was \$28K.

Operating Expenses

Total operating expenses were (\$206K) above budget for the month. Operating expenses as a % of total operating revenue was 100.8% compared to budget of 96.7%. Year to date operating expenses are above budget by (\$704K) and as a % of total operating revenue 99.9% compared to budget of 100.9%.

Operating Income

Negative operating loss of the month of (\$69K), a negative (\$364K) variance from budgeted. Year to date operating income of \$103K, a positive \$858K from budget. Overall, there was a loss for the month of (\$28K) and over budget (\$521K). Overall income of \$1.4M year-to-date and over budget \$287K.

Ms. Prewitt reported that the hospital will be receiving a one-time payment of approximately \$2.9 million in early May from New Mexico Medicaid Managed Care Organizations for qualifying rural hospitals. Funds are unrestricted and will improve cash position.

Capital Requests - Ms. Prewitt reviewed the April capital requests

- **Workstation on Wheels – ER @ \$31,528**
- **Centrifuge – Lab @ \$8,322**

Investment Policy – Ms. Prewitt reported that she is presented an Investment Policy to the Finance Committee. Following review and discussion, a motion was made and seconded to

approve the policy as recommended by the Finance Committee. All were in favor and the motion carried.

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

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

- EHR – Mr. James Kiser reported that the Meditech EHR implementation is in its final month before the June 1 go-live, noting significant staff effort, build challenges, and an intentional short-term slowdown in volume to ensure a successful launch of this major (\$20M) investment. He stated that Meditech has increased support in response to hospital concerns, praised Dr. John Foster and the medical staff for leading order-set development.
- MOB – Mr. James briefly updated the Board on progress with the medical office building, thanking Andrew Chavez for his assistance. He also reported that he and Cristina Martinez met with Senator Gonzales on continued legislative support for the larger medical office complex, noting three consecutive supportive sessions and total project funding of approximately \$34.5 million. The project is planned in two phases (original allocations of \$15M, \$7.5M, and \$12M). Although the hospital sought a scope adjustment to construct a single building to reduce costs and avoid remobilization, it appears likely that the second \$12M phase will need to be bid separately.

He stated that required pre-construction items, including a traffic study by the Town and fire suppression review by the fire marshal and architect, are in progress, with groundbreaking anticipated by the end of May. Mr. James emphasized strong collaboration with county management and acknowledged the efforts of Andrew Chavez and County Commissioner Bob Romero, noting a unified commitment to move the project forward. The complex, ultimately expected to approach 40,000 square feet (subject to cost escalation and possible scope adjustment), will prioritize urgent care, primary care, and women's health/obstetrics, with the goal of creating a consolidated medical campus for patient convenience.

Mr. Kiser also reported broader discussions with Senator Gonzales, Kit Carson Co-op, and UNM Taos on a longer-term vision for a health care education campus on or near the Holy Cross campus. Potential future state or federal funding could support expanded training programs beyond nursing (e.g., radiologic technologists and other health professions). He noted that while Holy Cross has state-of-the-art technology, it currently lacks internal bandwidth for extensive education programs, but regional collaboration could make this possible over time.

- Detox Center - Mr. Abe Balsamo reported that the new non-medical, low-acuity Detox Center is planning to open soon. It will be a housing-focused facility with one in-house nurse and medical assistants. The center will open with 10 beds, with an eventual goal of adding 12 additional beds, and will operate on an outpatient basis. He noted that the model will be similar to the former Tri County Detox program.

XI. **Medical Staff Recommendations** – Amy Martin, MD, Chief of Staff

Initial Appointments:

- None

Reappointments:

- **Eshraghi, Shelia, MD (Tele Neuro Surg)** – Reappointment in the Pediatric and Adult Medicine Department.
- **Heusner, Anna, CNM (Certified Nurse Midwife)** - Reappointment in the Perinatal Department.
- **Mannheimer, Alan, MD (Pediatrics)** - Reappointment in the Perinatal Department.
- **Murphy, Ryan, DO (General Surgery)** – Reappointment in the Surgery and Anesthesia Department.
- **Villaflor, Georgia, CNP (Hospitalist NP)** - Reappointment in the Pediatric and Adult Medicine Department.

Locums:

- **Dunn, Joy, MD (Gen Surg)** – Appointment in the Surgery and Anesthesia Department.
- **Boyleston, Pamela, Marcia, CRNA (Nurse Anesthetist)** – Appointment in the Surgery and Anesthesia Department.
- **Dyer, Nicole, MD (Hospitalist)** - Appointment in the Pediatric and Adult Medicine 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.

XII. **Ovation Healthcare Report** – Mr. Eric Jones, Ovation Healthcare presented on the following:

- Financial Education/Ratio Analysis Presentation

Mr. Jones continued the board’s financial education on ratio analysis, focusing on growth metrics and Flex Monitoring Team comparisons with New Mexico and national critical access hospital peers. For the three years ending May 31, 2025, Holy Cross’s total operating revenues increased 36.2% (aided by HDA and other operating revenue) while operating expenses rose 24.8%, indicating revenue growth has outpaced expense growth and supporting financial stability, capital investment, and workforce retention.

He briefly reviewed prior discussion on capital structure, noting Holy Cross’s net assets exceed long-term debt (about 67% debt-to-equity) and that the organization remains modestly leveraged.

Mr. Jones added that an external HR assessment involving Ms. Misty Birch, HR VP, was completed, and leadership will review the consultant’s recommendations with HR to determine next steps.

Discussion was held regarding the planned one-day education that was being planned. Mr. Kiser mentioned that for now, it is best to postpone until after the go live EMR project due to everyone's busy schedule. A recommendation was made to incorporate the educational session with the planned Strategic Planning Retreat.

XIII. **New Business**

- Mr. Paul Sands, Board Chair, Mr. James Kiser, CEO and Mr. Eric Jones, Ovation Sr. VP, expressed their gratitude for Ms. Lenora Cisneros' 34 years of dedicated service to Holy Cross Hospital. The Board presented Ms. Cisneros with a gift in appreciation of her many contributions, and Ms. Cisneros thanked the Board and staff for their support and collaboration throughout her career.
- Grant Writer Update – Mr. James Kiser reported that the hospital has contracted with Casey O'Dell, Grant Writer for 10 hours per week, 40 hours a month. She is doing a great job.

XIV. **Old Business** – There was no new business presented.

XV. **Monthly Board Committee Meeting Calendar (May 2026)** – Informational.


XVI. **Review Meeting Effectiveness** – The board stayed in in their lane. Have restructured some things to make it a bit more streamlined.

XVII. **Executive Session**

- 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.
- A motion was made and seconded to reconvene into open session at 4:45 p.m. 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 4:46 p.m. All were in favor and motion carried.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary