

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS' MEETING
MINUTES
February 25, 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, Steven Slikkers, MD, and Chris Stagg

Members Absent:

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 1:04 p.m., Wednesday, February 25, 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. Kiser introduced Michelle Raust, Taos News Reporter. Ms. Raust confirmed her role in providing accurate reporting and expressed her willingness to share her cell number for clarifications. The board members introduced themselves to Ms. Raust. There were no public comments presented.
- IV. **Declaration of Conflicts of Interest** – There were no conflict of interests presented.
- V. **Approval of the January 28, 2026, Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the January 28, 2026 THS Board Minutes as presented. All were in favor and the motion carried.
- VI. **Approval of the Consent Agenda**
 - HR. Board Report – February 2026
 - Risk LWQS Q4 2025Following 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. **Lifewings Quality & Safety Council Report** – Misty Carruth, Director of Quality, Risk & Compliance
 - Lifewings Quality & Safety Council Report – February 2026

Ms. Misty Carruth presented an update on patient survey response rates, noting improvements in overall hospital ratings, patient satisfaction, and inpatient readmission rates. She also addressed ongoing challenges with survey response rates and emphasized the importance of maintaining accurate patient information to support reliable results.

Ms. Carruth reported that the DNV survey took place last week and expressed pride in the staff's preparedness, noting that only minor findings were identified. The full report is expected next week. Approximately ten findings are anticipated, and corrective actions will begin promptly. The board acknowledged the successful DNV survey and the minimal findings reported.

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**

- HR. Board Report – February 2026
- Risk LWQS Q4 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. **COO Report** – Sue Romansky, COO highlighted on a few items from her written report. She reported on the following:

Orthopedics

- Now that Holy Cross Hospital is assuming management of the Taos Orthopedic Institute, Sue, Ms. Connie Prewitt, and several others have been working diligently over the past month to support the transition. Their efforts have focused on onboarding staff and ensuring all systems are fully prepared. Significant work is underway to facilitate a smooth transition, with the goal of providing a positive experience for the orthopedic providers and staff, and demonstrating that we are a supportive and reliable partner.

Oncology

- Visiting oncologists, including Dr. Lopez from Christus St. Vincent's, began seeing patients on Friday, February 20. Dr. Teague is scheduled to begin seeing patients on March 6. Each oncologist will be on site one Friday per month, with plans to expand clinic days and hours as the practice grows. The providers are currently subleasing space in the Cardiology Clinic adjacent to Taos Surgical Specialties at the Taos Medical Group office until the Medical Office Building (MOB) opens. Flyers with contact information were distributed to the Board. This service is expected to be a significant benefit to the community.

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

- Pam Burton, our Infection Preventionist who has served the organization for the past several years, will be retiring at the end of this month. Tanya Abeyta will assume this role effective this week, while continuing her oversight of the Med-Surg department. With the implementation of new tracking software, the Infection Prevention position is no longer a full-time role, resulting in cost savings for the organization. This item is included on the Board agenda under New Business for approval.
- ED Transfer Update – Ms. Hamilton reported that our transfer rate has remained below 6% during the three years she has been the CNO. Most transfers still occur via fixed-wing and rotor transport. Our leading transfer reasons continue to be behavioral health and interventional cardiology.

Ms. Hamilton reported that they are working with a company based in Albuquerque to explore establishing dedicated ground transport. She has received one initial email response but no follow-up yet, despite two additional inquiries. The goal is to obtain a certificate of need from Taos County so a separate company can provide ground transports within the county. Ms. Hamilton stated that in her brief discussions with county representatives, they appear to be supportive.

Mr. Kiser noted that there are two firms under consideration, one of which is a subsidiary of the other, providing an opportunity to address both medical and psychiatric transport needs. He expressed confidence that this initiative will come to fruition and described it as a real solution the hospital has been striving for. Mr. Kiser thanked Ms. Hamilton and Mr. Gilmore for working on this project.

- Nurse Call System - The nurse call system installation is progressing well and is approximately 60% complete. This has been a significant project, requiring extensive work above the ceilings to run wiring and then connecting each unit and room individually.
- Pharmacy Hood Project - The pharmacy hood project and IV pump upgrades are ongoing, and we anticipate completion by early summer.
- Meditech – Meditech continues to go well. Integrated testing was last week, and it was successful. They were able to identify the key changes that the team made.
- Staffing – Staffing across the hospital, particularly on the nursing side, is stabilizing well. While our traveler numbers may still sound high, we have brought on many new graduate nurses, and Labor & Delivery and ED is on track to be fully staffed.

XI. **Acceptance of the February 25, 2026 Finance Committee Executive Summary** - Ms. Connie Prewitt presented an executive summary for the February 2026 Financials for approval.

The gross patient revenues for the month was \$14.4M; under budget by (\$707K). Holy Cross Hospital was under budget by (\$827K) and Taos Professional Services was over budget by \$120K.

The total operating expenses were under budget by \$681K for the month, but as a percentage of revenue, they are higher than budgeted at 107.9% compared to 96.8%. Year to date operating expenses are below budget by \$235K and as a percentage of total operating revenue 101% compared to budget of 101.9%. Contract labor costs were over budget by \$1.9M.

There was a negative operating loss for the month of (\$582K); and non-operating gains and losses are \$1.1M. The net loss from operations year-to-date is (\$650K) and non-operating gains and losses are \$1.3M. The overall profit margin is 1% compared to budgeted .4%.

Capital approvals presented to the Finance Committee were as follows:

- **Steris Washer Decontamination Unit (Approved in January)** – Additional Electrical Cost of \$6,267.
- **Pharmacy IV Room Door** @ \$21,136.

Living Wage Update - Mr. Abe Balsamo reported that Ms. Prewitt had presented some great information to the Finance Committee regarding the living wage in Taos County. Ms. Prewitt explained the concept of the living wage and its components. She shared that the MIT calculation for Taos County is \$21.37, including health care. The living wage is around \$44,000 per year.

Ms. Prewitt compared the living wage to the lowest-paid positions in the hospital, noting that the hospital is above the living wage threshold even with the lowest health insurance plan. The hospital also offers differentials for evening, night, weekend, and overtime work, further increasing employee compensation. The board recommended sharing this information with the community. The board thanked Ms. Prewitt for providing this very valuable information.

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

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

- **Medical Office Building** – Mr. Kiser provided an update on the medical office building project, including the support from Senator Bobby Roberto Gonzales and the state legislature. The board discussed the potential for consolidating the two buildings into one to better address the community's needs.
- **EHR / Meditech Update**

Mr. Kiser commended the team for the “heavy lifting” involved in both the Taos Orthopedic Institute transition and the Meditech electronic health record implementation. He acknowledged that some contracts were finalized later than ideal, leading to a last-minute push, but emphasized that staff have been “burning the midnight oil” to bring the work together.

- **Medical Malpractice Legislation Update**

Mr. Kiser reported that comprehensive medical malpractice reform was passed this session, addressing escalating premiums, insurer departures, and the loss of approximately 280 providers statewide over the past five years. The new law establishes punitive damage caps of \$6 million for rural hospitals and \$15 million for urban hospitals, bringing New Mexico more in line with other states and improving the environment for recruitment and retention.

He noted that, while participation in the Patient Care Fund will carry a cost, the protection of these caps is expected to stabilize malpractice coverage, reduce long-term financial risk, and allow more resources to be directed to patient care. Mr. Kiser credited the New Mexico Hospital Association, state medical society partners, and the Patient Led New Mexico campaign for their advocacy in securing this legislation.

Mr. Kiser also informed the board about the passage of the compact for physicians with potential benefits for new physicians to get quicker on boarding.

- **Trinidad Behavioral Health Lifetime Achievement Award** – Mr. Paul Sands recognized Dr. Trinidad de Jesus Arguello for her recent lifetime achievement award. Dr. Arguello gave a brief history of her past 50 years of providing and advocating for behavioral health and mental health services in the various communities she has worked in.

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

Initial Appointments:

- **Coaxion Teleradiology** - Appointment in the Pediatric and Adult Medicine Department.
 - Mather, Jon “Seth”, MD
 - Lee, Patricia, MD
 - Patel Michael, MD
 - Brown, Zachary, MD

Reappointments:

- **Brandt, Kimberly, CRNA (Nurse Anesthetist)** - Re-appointment in Surgery and Anesthesia Department.
- **Kaufman, Michael, MD (Internal Medicine)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Spring, Adam, MD (Hospitalist)** - Re-appointment in 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.

XIV. **Ovation Healthcare Report** – Mr. Eric Jones and Jessie Nietzer, Ovation Healthcare presented on the following:

- Mr. Eric Jones and Jessie Nietzer thanked the board members who attended the Ovation Board Leadership Conference in Carlsbad, CA. They also thanked the board

for their commitment to get their board certification and the pursuit of gold certification. The board discussed the potential for in-person training sessions to enhance their education and certification efforts.

XV. **New Business**

Appointment of Infection Preventionist - Ms. Brittany Hamilton presented the appointment of Tanya Abeyta, as the new Infection Preventionist. Ms. Pam Burton will retire at the end of February 2026. Following review and discussion, a motion was made and seconded to approve the appointment as recommended by Administration. All were in favor and the motion carried.

Approval of Infection Control Authority Statement Policy – Ms. Brittany Hamilton presented the Infection Control Authority Statement Policy for review and approval. Following review and discussion, a motion was made and seconded to approve the policy as recommended by Administration. All were in favor and the motion carried.

Approval of Annual Evaluation and Risk Assessment of the Infection Prevention and Control Program - 2025 – Ms. Brittany Hamilton presented the 2025 Annual Evaluation and Risk Assessment of the Infection Prevention and Control Program for review and approval. Following review and discussion, a motion was made and seconded to approve the Annual Evaluation and Risk Assessment of the Infection Prevention and Control Program as presented by Administration. All were in favor and the motion carried.

Approval of Heather Marshall-Vaskas, Infection Prevention Medical Director – Ms. Sue Romansky presented the recommendation from Administration and the MEC regarding the approval of Heather Marshall-Vaskas as the Infection Prevention Medical Director. Following review and discussion, a motion was made and seconded to approve the recommendation as presented. All were in favor and the motion carried.

Approval of John Foster, MD, Pharmacy and Therapeutics Medical Director – Ms. Sue Romansky presented the recommendation from Administration and the MEC regarding the approval of John Foster, MD as the Pharmacy and Therapeutics Medical Director. Following review and discussion, a motion was made and seconded to approve the recommendation as presented. All were in favor and the motion carried.

Approval of Cipry Jaramillo, MD, Anticoagulation Medical Director – Ms. Sue Romansky presented the recommendation from Administration and the MEC regarding the approval of Cipry Jaramillo, MD as the Anticoagulation Medical Director. Following review and discussion, a motion was made and seconded to approve the recommendation as presented. All were in favor and the motion carried.

Approval of John Foster, MD, Cardiopulmonary Medical Director – Ms. Sue Romansky presented the recommendation from Administration and the MEC regarding the approval of John Foster, MD as the Cardiopulmonary Medical Director. Following review and discussion, a motion was made and seconded to approve the recommendation as presented. All were in favor and the motion carried.

XVI. **Old Business**

- Strategic Planning Session – The board discussed the importance of community engagement and the need for a strategic plan review. Mr. Paul Sands proposed scheduling a strategic plan review session in July, inviting key community members and stakeholders.
- Nominating Committee – The Board reviewed the members of the Nominating Committee. He mentioned that there are three board members whose terms will expire in May 2026. Both Mr. Carl Gilmore and Dr. Trinidad de Jesus Arguello indicated their intention to seek an additional four-year term. Mr. Don Mooney shared his decision not to pursue another term, while expressing his willingness to continue offering legal counsel as needed. The Board also discussed the importance of maintaining a diverse and experienced composition.
- Grant Writer – Mr. Kiser reported that he has contracted a grant writer to assist the hospital in securing funding and the potential benefits of a Development Director.
- HR Director – Mr. Kiser presented an update on the search for an HR Director. The board acknowledged the need for a strong HR presence to support the hospital’s operations and staffing needs.

XVII. **Monthly Board Committee Meeting Calendar (March 2026)** – Informational.


XVIII. **Review Meeting Effectiveness** – The meeting was run very effective. Very comforting to see where our finances are.

XIX. **Executive Session**

- a) A motion was made and seconded at 3:35 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 3:59 p.m. All were in favor and the motion carried.

XX. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 4:00 p.m. All were in favor and motion carried.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary