

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS' MEETING
MINUTES
January 28, 2026
2:00 p.m.

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

Members Absent: Cristina Martinez and Lucille Gallegos

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

Guests: Eric Jones, Ovation Healthcare; Cindy Brown, 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 2:00 p.m., Wednesday, January 28, 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. Sands requested a moment of silence for a fellow board member who was undergoing surgery. Mr. Kiser thanked the hospital for supporting the recent Rotary fundraising event.
- IV. **Declaration of Conflicts of Interest** – There were no conflict of interests presented. Mr. Sands reminded board members who have not yet completed their Conflict-of-Interest forms to submit them as soon as possible, as they are required for the hospital's accreditation.
- V. **Approval of the December 3, 2025, Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the December 3, 2025, THS Board Minutes as presented. All were in favor and the motion carried.
- VI. **Approval of the Consent Agenda**
 - CNO Report
 - HR Report
 - COO Report

Following review and discussion, a motion was made and seconded to approve the Consent Agenda as amended, with the COO Report removed from the Consent Agenda. All were in favor and the motion carried.

COO Report – Ms. Romansky reported on the following:

- Holy Cross Hospital is now offering Plaque Analysis. We are the first hospital in the state to offer cardiac plaque analysis.
- Recruitment efforts continue for Urology and OB/GYN.
- The hospital has signed a new contract with Dr. Eldo Frezza, General Surgeon, who will be a 1099 contractor to cover vacations, illnesses, etc.
- Primary Care is currently experiencing the departure of two providers. Dr. Anne Taylor joined the team on January 19, and we are pleased to welcome her. Lynne Brady, CNP, also began working full time in Primary Care on January 19. Although she was originally hired for Urgent Care, she is happy to support Primary Care on a full-time basis until the Urgent Care service is operational.
- Dr. Ruben Torres, a Primary Care physician, interviewed on January 22nd. An employment offer was extended and accepted. He will serve as the Medical Director and is scheduled to begin on May 1st.
- Same Day Sick/Walk-in clinic services will soon be available through our Primary Care Clinic.
- We have signed a contract with the University of Colorado Pediatric Cardiology to read pediatric EKG's.
- Oncology Services were delayed and will not start till February.

VII. **Acceptance of the December Finance Committee Executive Summary and Capital Requests** - Ms. Connie Prewitt presented the executive summary of the December 2025 Financials and capital requests for approval.

The year-to-date revenues are \$9.3M below budget, resulting in an operating loss of \$67K. There was a \$721K budget shortfall. Contractual performance was 54.8%, with \$2.2M recorded in other income, primarily attributable to HCA revenue.

Operating expenses were \$1.9M over budget, primarily due to employee retention credits. Positive operating income for the month of \$196K, a negative (\$87K) variance from budgeted. Overall income for the month is \$225K and overall income of \$118K year-to-date. Clinic visits were under budget by \$968K, with a significant drop in primary care physicians.

Ms. Prewitt reported that \$42,000 in donations was received to fund the Bad Debt Relief Fund, which paid off \$530,000 in medical expenses.

Approval of Capital Requests

- **Steris Washer Decontamination Unit - \$143,214** – Ms. Prewitt presented the capital approval for the purchase of a Steris Washer Decontamination Unit @ \$143,214. Following review and discussion, a motion was made and seconded to approve the capital purchase as recommended by the Finance Committee. All were in favor and the motion carried.

- **Temperature Monitoring System for Pharmacy, Lab, and Dietary - \$33,355** – Ms. Prewitt presented the capital approval for the purchase of a Temperature Monitoring System @ \$33,355. Following review and discussion, a motion was made and seconded to approve the capital purchase as recommended by the Finance Committee. All were in favor and the motion carried.
- **Fin Thrive Meditech Interface - \$33,006** – Ms. Prewitt presented the capital approval for the Fin Thrive Meditech Interface @ \$33,006. Following review and discussion, a motion was made and seconded to approve the capital purchase 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 accept the Finance Committee Executive Summary as recommended by the Finance Committee. All were in favor and the motion carried.

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

- **EHR:** Mr. Kiser praised the project management firm Haffty, for their expertise in the electronic health record (EHR) conversion and noted that the project is currently on schedule. He commended the Senior Leadership Team for effectively leading their teams, serving as our internal project managers, and keeping leaders and staff engaged. The Senior Leadership Team continues to meet weekly with Meditech and Haffty to ensure progress remains on track.

Ms. Romansky expressed her personal appreciation to the medical staff for their support and assistance with the project. Ms. Hamilton shared that it has been encouraging to see the entire team come together in support of the effort. Ms. Prewitt reported that numerous dictionaries have now been built, enabling access to data that had been unavailable for a long time. While the work has been extensive, she noted that gaining access to this information will be a true game changer.

- **MOB:** Mr. Kiser provided an update on the medical office building, mentioning the contractor and design firm agreements and potential cost overruns.
- **Med Mal Reform, Special Legislative Session** – Marketing will be working with local organizations asking for their support for the Medical Malpractice Reform. James will be calling on the board to attend or zoom in to testify at the legislature.

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

Initial Appointments – December 2025:

- **Coaxion Teleradiology:** Appointment in the Pediatric and Adult Medicine Department.
 - Brunson, Clinton, MD
 - Haque, Amer, MD
 - Hellwig, Dane, MD
 - Mushtaq, Raza, MD

Initial Appointments – January 2026:

- **VanWilligen, Deborah, MD (Internal Medicine) - Hospice** - Appointment in Pediatric and Adult Medicine Department.
- **Coaxion Teleradiology:** Appointment in the Pediatric and Adult Medicine Department.
 - Anderson, John, DO
 - Contreras, Francisco, MD
 - Hopfer, Kari, DO
 - Iglesias, Jonathan, MD
 - Laurie, Louba, MD
 - Minhas, Amhed, MD
 - Ryan, Alexander, MD
 - Winchester, Zachary, MD

Reappointments:

- **Cox, Chad, MD (Tele Radiology)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Doan, Camille, MD (ED Services)** - Re-appointment in Emergency Medicine Department.
- **Friedman, Neal, MD (Endocrinology)** – Re-appointment in Pediatric and Adult Medicine Department.
- **Guttman, Dan, MD (Orthopedics)** - Re-appointment in Surgery and Anesthesia Department.
- **Hinds, Amelia, CRNA (Nurse Anesthetist)** - Re-appointment in Surgery and Anesthesia Department.
- **Johnston, Stephen, MD (Tele Radiology)** - Re-appointment in Pediatric and Adult Medicine Department.
- **King, David, PA-C (ED Services)** - Re-appointment in Emergency Medicine Department.
- **Mehta, Akshita, MD (Tele Radiology)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Miller, Bosten, MD (Tele Radiology)** - Re-appointment in Pediatric and Adult Medicine Department.
- **Townley, Kateland, MD (ED Services)** - Re-appointment in Emergency Medicine Department.
- **White, Robert, MD (Internal Medicine)** - Re-appointment in Pediatric and Adult Medicine Department.

Locums:

- **Ferguson Cannon, Kelsi, CRNA (Nurse Anesthetist)**
- **Frietze, Angela, CRNA (Nurse Anesthetist)**
- **Griggs, Sean, MD (Orthopedics)**

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.

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

- Presented a comparison of savings over the past year, highlighting significant cost reductions achieved through group purchasing programs. Total savings for the year exceeded \$500,000. Mr. Jones also informed the Board of the contributions made by Joel Miera, Materials Management Director, and Deborah Partners, to help achieve these savings.
- Reminded the Board of the upcoming 2026 Board Leadership Conference on February 16th – 19th in Carlsbad, CA.
- Presented the Ovation Learning Institute education opportunities.

XI. **New Business** – No new business was presented.

XII. **Old Business** – Ms. Eileen Lujan reported that Taos Pueblo has a new Tribal Governor. She will work to schedule a meeting to obtain the necessary signatures and approval of the resolution.

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

- Lifewings Quality & Safety Council Report – November/December 2025

Ms. Misty Carruth presented patient satisfaction data for November and December, noting improvements in overall hospital ratings and reduced ER wait times. The board also received an update on readmission rates and patient communication with physicians and nurses, which have generally shown positive trends. In addition, Ms. Carruth shared favorable patient feedback as well as identified opportunities for further improvement.

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.

XIV. **Monthly Board Committee Meeting Calendar (February 2025)** – Informational.

XV. **Review Meeting Effectiveness**


- Very effective and informative meeting.
- Good Medical Staff Report.
- Recommendation made to have the COO and CNO reports presented verbally instead of including them on the Consent Agenda.

XVI. **Executive Session**

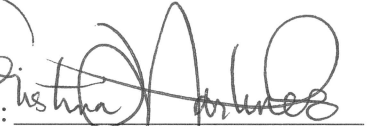
- a) A motion was made and seconded at 2:55 p.m. to enter into Executive Session to discuss legally protected matters and CEO Evaluation. All were in favor and the motion carried.
- b) A motion was made and seconded to reconvene into open session at 4:15 p.m. All were in favor and the motion carried.

XVII. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 4:30 p.m. All were in favor and motion carried.

Respectfully submitted by:


Lenora Cisneros, Recorder

Approved by:


Cristina Martinez, Secretary