

TAOS HEALTH SYSTEMS, INC.
BOARD OF DIRECTORS' MEETING
MINUTES
March 25, 2026
2:00 p.m.

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

Members Absent: Abe Balsamo and Robyn Chavez

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, March 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** – Ms. Cristina Martinez reported that the Auxiliary is hosting an “Employee Appreciation” reception on March 26th at 2:30 in the Wheeler Peak Café. The board was invited to attend. There were no public comments presented.
- IV. **Declaration of Conflicts of Interest** – There were no conflict of interests presented.
- V. **Approval of the February 25, 2026, Taos Health Systems (THS) Board Minutes** - Following review and discussion, a motion was made and seconded to approve the February 25, 2026 THS Board Minutes as presented. All were in favor and the motion carried.
- VI. **COO Report** – Sue Romansky, COO highlighted on a few items from her written report. She reported on the following:
 - ED: Dr. Matthew Loran is scheduled to begin working in the ED in September as a 1099 contractor.
 - Cardiology: Vicki Hague has joined the Cardiology service line. She is scheduled into October.
 - Primary Care: Dr. Ruben Torres will join the medical staff on May 18th. He has been appointed as Medical Director. Dr. Luis Posada is scheduled to interview in June. Primary Care will relocate to Plaza de Colores at the beginning of May.

- Orthopedics: Started managing the TOI Clinic this month. Continue to work through processes. Also, we had an ACGME inspection this week for the Fellowship Program.
- Hospitalist: Dr. Shaw is scheduled to start on Friday. Locum hospitalists will begin covering shifts in April to maintain inpatient coverage while recruitment continues for a permanent hospitalist.
- Radiology: We have a 2nd candidate for a second Radiologist. Dr. Smally is very interested.
- Urology: Currently have a candidate who is very interested.
- Drs. Day will be recognized on Monday, March 30, with the hospital presenting local gifts to physicians in appreciation of their service.

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

- ED: Shared her vision for a new ED with a helipad, while current ED remains operational.
- EMR: Reported on the Meditech implementation, including super user training and mock live scenarios.
- Projects: The call light project in the ER is finishing up. The new IV pumps are going live on May 6th. Panic buttons are also being installed for PBX.
- Participated in a subcommittee for the House Memorial Bill 36 to address the nursing shortage in NM.

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

IX. **Financial Overview**

The gross patient revenues for the month were \$14.1M; over budget by \$506K. Holy Cross Hospital was over budget by \$533K, and Taos Professional Services was under budget by (\$27K). The emergency room has seen a decrease in visits, affecting overall inpatient revenue.

Operating Expenses

The total operating expenses were (\$732K) above budget for the month. Operating expenses as a % of Total Operating revenue was 91.4% compared to budget of 97.4%. Year-to-date operating expenses are below budget by \$497K.

Operating Income

We had a positive operating income of \$821K for the month, a positive \$607K variance from budgeted. Overall income for the month is \$830K and over budget \$419K. Overall income of \$1.4M year-to-date and over budget \$808K.

Ms. Prewitt reported that the days of cash decreased from 59 to 57, with days of cash unrestricted at 47.

Capital Requests - Ms. Prewitt reviewed the March capital requests:

- **Steris Washer Decontamination Unit Electricity – (\$6,267)** – Ms. Prewitt reported that Christina Hull, OR Director, was able to work with the vendor on waiving the additional electrical cost that had previously been requested. Therefore, the capital requested last month is no longer needed.
- **Urine Analyzer** - \$99,798.
- **Shelving for Materials Management** - Shelving for the Materials Management Department @ \$141,981.
- **Steam Generator** - Steam Generators @ \$44,317.
- **Nurse Call Light Addition** - Nurse Call Light addition \$17,011.
- **CT Scanner** - CT Scanner @ \$1,420,261. Ms. Prewitt mentioned that a donor has provided \$500K to support the purchase of the CT Scanner.

Approval of the FY25 990 Draft Report - Ms. Prewitt presented a brief report on the FY25 Draft Report presented earlier to the Finance Committee.

E4H Architecture Work and Approval – Ms. Prewitt and Mr. Kiser touched on the status of the Medical Office Building. They mentioned that the expansion is progressing, but with the combining of the two buildings, it is going to take some additional architectural design. Mr. Kiser will continue working with the County to get this worked out. The goal is to take two large roughly 20,000 square foot buildings and have one 40,000 square foot building primarily to grow primary care, add urgent care and some of our other specialty care services, and have room for our visiting specialists.

Investment Policy – Ms. Prewitt reported that she is working on a new Investment Policy as we have been unable to locate the previous one. She will be taking it to the Finance Committee and Board for review and approval in April.

Following review and discussion, a motion was made and seconded to approve the Finance Committee Executive Summary, capital requests, FY25 990 Draft Report, E4H Architecture work, and the NMHA contribution sponsorship as recommended by the Finance Committee. All were in favor and the motion carried.

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

- **Think NM** – Mr. Gilmore gave an update on the information he had sent out to the board regarding Think NM. He reported that there are still several issues that need to be addressed in this state regarding the delivery of medical health care, with one of the

most pressing being modernization. Most states participate in interstate compacts that allow medical licenses and licensed providers to move between states with relative ease, but New Mexico has historically resisted joining these compacts. In today's modern health care environment, particularly with the growth of telemedicine, the ability to access physicians and other providers across state lines could be both highly beneficial and pivotal. While a compact for physicians was passed, which was an important step forward, there are still eight or nine additional compacts for other practitioner levels—such as behavioral health specialists—that did not pass.

Mr. Gilmore also stated that there is a possibility that the governor may call a special session, and efforts are underway to generate enthusiasm for that outcome. Additionally, if there is a change in administration, we anticipate having a governor who is supportive of advancing health care initiatives. As a result, it would be advantageous to accomplish as much as possible between now and January. Beyond this specific issue, additional practitioner groups—such as advanced practice clinicians, VAs, social workers, physical therapists, and other therapists—would also benefit from participating in interstate compacts. Mr. James Kiser mentioned that this is a worthy cause, and any way we can support or become involved, particularly alongside Carl, would be in our best interest.

- **MOB Update** – Expansion is progressing. Hope to break ground this next month. This all depends on the time it will take to work through the details in combining both buildings.
- **TOI Update** – Ms. Sue Romansky touched on the plan to expanding orthopedic services.
- **NMHA State Safety Symposium (Board's role in Quality, patient/staff Safety)** – Mr. Kiser reported that he and Mr. Paul Sands attended the NMHA State Safety Symposium a few weeks ago and participated on a panel. Mr. Sands gave a brief update. He mentioned that he was glad to see that there will be more directors coming through to report at the Lifewings, and Safety Committee.

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

Initial Appointments:

- **Frezza, Ermenegildo “Eldo”, MD (Gen Surg)** – Appointment in the Surgery and Anesthesia Department.
- **Coaxion Teleradiology:** Appointment in the Pediatric and Adult Medicine Department.
 - Friemel, Stefan, MD
 - Ribeiro, Marcelo, MD
- **Locums:**
 - **Norman, Dustin, CRNA (Nurse Anesthetist)** – Appointment in the Surgery and Anesthesia Department.
 - **Maronn Johnson, Marcia, CRNA (Nurse Anesthetist)** – Appointment in the Surgery and Anesthesia Department.

Reappointments:

- **Parker, Veronica, MD (Pediatrics)** – Reappointment in the Perinatal 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 and Jessie Nietzer, Ovation Healthcare presented on the following:

- **Regional EHR Strategy and Optimization**

Mr. Eric Jones reported that he and Ms. Jessie Nietzer have been collaborating on the development of a regional EHR and information technology strategy. He noted that while the EHR represents a significant investment, daily use is often transactional in nature, limiting the system's ability to deliver broader value beyond data storage and reporting.

Mr. Jones explained that Ovation is exploring a more comprehensive approach to EHR optimization that would focus on analytics, operational insights, and enhanced use of shared data across systems. He stated that this strategy would initially be developed within New Mexico, leveraging commonalities among Meditech and other EHR platforms used by regional hospitals.

He further reported that Ovation would serve as a centralized resource for expertise and shared learning, enabling hospitals to collaborate and maximize the value of their EHR investments. A presentation outlining this strategy was completed and will be brought to the Board at the next meeting. The presentation will include participation from Ovation's IT operations team and will highlight the potential benefits to Holy Cross Hospital.

Mr. Jones also discussed the concept of establishing a regional Chief Informatics Officer role, employed through Ovation, to support collaborative EHR optimization efforts among participating hospitals and help fully leverage the capabilities of the EHR system.

- **Supplemental Board Orientation**

Mr. Jones shared, on behalf of Ms. Jessie Nietzer, that work is ongoing to schedule a supplemental Board orientation session. He explained that for Board members who participated in the February Carlsbad sessions, a more focused, one-on-one orientation format is being planned. This session will concentrate on specific areas identified through the Board self-assessment where additional training and development were requested.

- **Board Certification**

Mr. Eric Jones commended the board, along with a handful of other boards for qualifying for Silver Status at the Carlsbad Ovation Conference. He stated that he was very happy to see that occur and commended Mr. Sands for making it happen.

- **HR Assessment**

Mr. Jones reported that with the new HR Director scheduled to begin in April, Ovation has arranged for one of its Vice Presidents of People Operations to visit during the following week. He explained that this visit will focus on assessing and supporting the onboarding process for the new HR leader. Based on this assessment, Ovation will develop and present an overall HR strategy for the health system.

- **Cost Report Review**

Mr. Jones reported that with the fiscal year end approaching, Ovation's cost report review will be conducted concurrently with the year-end compilation process and is prepared to move forward.

XIII. **New Business**

Annual Approval of the Clinical Services Contract Evaluations - Following review and discussion, a motion was made and seconded to approve the Clinical Services Contract Evaluations as presented. All were in favor, and the motion carried.

Annual Approval of the Non-Clinical Services Contract Evaluations - Following review and discussion, a motion was made and seconded to approve the Non-Clinical Services Contract Evaluations as presented. All were in favor, and the motion carried.

Approval of the Holy Cross Medical Center Auxiliary Bylaws - Following review and discussion, a motion was made and seconded to approve the Auxiliary Bylaws as presented. All were in favor, and the motion carried.

Benefits & Compensation Board Committee:

Mr. Sands mentioned that he would like the Benefits & Compensation Committee to be reconvened now that a permanent HR Director will be in place.

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

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

- Lifewings Quality & Safety Council Report – March 2026

Ms. Misty Carruth presented the Quality Update, showing inpatient overall hospital rating at 88.9%, well above state and national averages. Inpatient readmission rate is at 3.4%, better than the national rate. Communication with doctors and nurses is high, with scores of 92.6% and 85.2%. The overall patient experience response rate is 11.1%, with undeliverable survey rates at 4.4%.

- DNV Findings and Compliance Update – Ms. Mistry Carruth reviewed the DNV survey findings. She reported that there were 11 total findings. Most of the findings have already been fixed. DNV commended Holy Cross for doing a great job in the survey, as everyone was well prepared.

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.

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


XVII. **Review Meeting Effectiveness** – The meeting effectiveness was conducted, with feedback on the speed and depth of discussions.

XVIII. **Executive Session**

a) A motion was made and seconded at 3:17 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 4:15 p.m. All were in favor and the motion carried.

XIX. **Adjournment** - There being no further business, a motion was made and seconded to adjourn the meeting at 4:16 p.m. All were in favor and motion carried.

Respectfully submitted by: 
Lenora Cisneros, Recorder

Approved by: 
Cristina Martinez, Secretary