



January 27, 2022 at 7:30am
BOARD OF DIRECTORS MEETING MINUTES
Virtual Attendance Option

Attendance: Colleen Todd, Board Chairman; Dan Mast, Board Secretary/Treasurer; Clay Davis, Board Director; Ray Wheeler, Board Director; Jeff Lang, CEO; Michelle Reyna, CFO; Debbie Dill, CNO; Jim Hook, Compliance Officer, by Zoom; Shala Kudlac, Board Counsel;
Minutes: Beth Heatongrindel, Exec. Assistant

Visitors/Public Attendance: Tim Schroeder, CVH Pharmacist

1. Call to Order 7:29am
2. Public Comments and Correspondence - None noted
3. Approval of Minutes
 - a. The Regular Board Meeting minutes of January 6, 2022, were reviewed.
Motion: To approve the minutes of the Regular Board Meeting of January 6th, 2022; as presented.
Action: Wheeler/Mast; Unanimous Approval.
4. Medical Staff Report – Dr. Brock Millet
 - a. Medical Staff Report: In the absence of the Chief of Staff, Jeff Lang indicted the following providers were reviewed by the medical staff at their last meeting, and the Medical Staff recommends the Board approve the credential's and privileges as requested by the following providers:
 - i. Dr. Wallace Webster, ENT
 - ii. Lina Dorfmeister, CRNA
 - iii. Heather Day, CRNA
 - iv. Brent Hatch, Orthopedic PA
 - v. Dr. Randall Jennings, Orthopedic Surgeon
 - vi. Dr. Wesley Johnson, Orthopedic Surgeon
 - vii. Dr. Garry Vallier, Orthopedic Surgeon
 - viii. Daniel Clark, CRNA

Motion: To approve medical staff membership and privileges for the recommend providers as presented by the Medical Staff.

Action: Mast/Wheeler; Unanimous Approval

5. Quarterly Compliance Report – Jim Hook (by Zoom)

- a. Compliance Report – Jim Hook provided the 4th quarter compliance report. There were not any compliance issues identified during the quarter and no reportable privacy breaches. A vendor audit was conducted during the first quarter and 100% compliance was verified.

Motion: to approve the report by resolution as presented.

Action: Mast/Davis; unanimous approved.

6. Patient Care Report - Deborah Dill, Interim CNO

- a. Debbie reports COVID staffing challenges with increased patient census. We have lost several nurses through the pandemic, some have left the field while others left for the lure of high dollars associated with travel positions. Debbie discussed several recruitment ideas she and the staff have been talking about to try and re-recruit former nurses back to CVH.
- b. There was extensive discussion from the Board expressing appreciation for the nurses (and other staff as well) and what they have had to endure through this pandemic. The Board discussed drafting a thank you note to the staff. All agreed it was a good idea.

7. Finance Committee Report – Michelle Reyna / Dan Mast

- a. Financial Results – December 2021
 - i. Michelle reviewed statistics for December 2021 with a comparison to budget. In patient and swing bed days continue to be unfavorable to budget due to COVID, however there was slight improvement over the past month. Financial Ratios were reviewed with a significant improvement in total days outstanding in accounts receivable.
 - ii. The Income Statement was reviewed. Gross revenue for the month was unfavorable to budget due to lower than expected volumes, however, year to date we are tracking consistent with last year actual. Other operating revenue was \$1.0M favorable to budget due to recording of the 2021 SWOIPA performance payment related to our risk based contract. Expenses were in line with the exception of Contract labor which was 329% unfavorable due to traveling employees required to back fill positions.

1. Net income for the month was \$628,731 and year to date the hospitals net income is \$620,860.
- iii. The Balance sheet was reviewed. Michelle discussed the changes associated with the MC cost report model due to it being updated to reflect the FY 2021 filed cost report. Michelle highlighted the effects of the reduction in accounts receivable.
- b. The Single audit review has been completed by CLA, and no material changes from the draft were found.
- c. Michelle reviewed the bond metrics with the Board. All metrics were in compliance with the regulatory agreement.
- d. Michelle updated the Board on the work to recognize the most recent Phase IV distribution and the rural distribution of funds. It is expected CVH will recognize approximately \$1.5M
- e. The Board reviewed the checks over \$25,000.

Motion: To approve payment of the disbursements over \$25,000 for the month of December 2021 and those that will accrue; as recommended by the Finance Committee.

Action: Wheeler / Davis; Unanimous Approval

f. Capital Requests

- i. An RFP was put out for the purchase of a 3D mammography machine. There were four sealed bids received. Only one bidder was fully qualified based on the criteria relayed in the bid packs. Jeff detailed for the Board the areas where each vendor's submission was deficient from the specifications requested. Hologic was selected as they were the only company to submit a bid that met all of CVH's requirements.

Motion: To approve payment of the Capital request as presented for \$570,787 and as recommended by the Finance Committee.

Action: Wheeler /Davis; Unanimous Approval

The Board noted this capital request should utilize the Reitman trust.

Motion: To approve Reitman funds for purchase of mammography machine as recommended by the Finance Committee.

Action: Mast /Davis; Unanimous Approval

Jeff informed the Board there were currently conversations occurring around the Hospitals need to purchase expensive monitors for reading mammograms and the problems associated with facility based mammogram reading stations post PACS conversion. The three hospitals will be discussing how moving off eRad will effect mammogram read process. Key to this issue is the expected time for radiology reads following a mammogram. The Board affirmed its desire to have these reads completed in a timely manner, same day is preferred but no more than 72 hours from completion of exam.

8. Administrator's Report – Jeff Lang

a. Nuclear Medicine Service line review

- i. Michelle reviewed a PowerPoint presentation outlining yearly statistics of Nuclear Medicine volumes as well as referrals by physician. A significant decline in volume over the past 3 years was noted.
- ii. A financial proforma for Nuclear Medicine was reviewed. Losses for the service line for FY 22 are projected to be \$70,000. As we look out toward a building project we do not foresee volume's improving.
 1. Costs associated with placing a Nuclear Medicine truck on site thought out the building project would be approximately \$250,000 annually – again, without out any increase in volumes. Total expected loss annually to keep this service operational though the project would be \$320,000 per year.

Motion: To approve discontinuance of the Nuclear Medicine service line.

Action: Wheeler/ Mast; Unanimous Approval

b. Cooperative Staffing Model

- i. Jeff reviewed a PowerPoint presentation related to the effects of COVID to Recruitment and Retention and a potential solution to filling hard to recruit positions by sharing resources with other area partners. Jeff discussed creative models to share resources from simple expenses sharing of employees between two facilities to more complicated structures such as a Joint Venture staffing services entity created by several different partners.

9. Board Chair Report

- a. The upcoming AHA Rural Health Conference was discussed.

b. Board Self Evaluation Follow Up

- i. Colleen provided a Board Education proposal sheet in draft form for review. Colleen invited suggestions from the Board.

10. Next Regular Board of Directors Meeting: Thursday, February 24, 2022 at 7:30 AM

11. Adjournment: 9:27am

Respectfully submitted:


Dan Mast, Secretary/Treasurer
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Attested to:


Colleen Todd, Chairman
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