

**SOUTHWEST HEALTH SYSTEM, INC.**  
**SHS BOARD MEETING MINUTES**  
**Kiva Room at Southwest Memorial Hospital**  
**March 29, 2023**

**Present - Quorum****Also Present****Also Present****Also Present**

Shirley Jones, Chairperson	Julie Leonard, CFO	Rob Dobry, MCHD Secretary/Treasurer	Teresa Brown-Sanchez
Susan Hodgdon, Vice-Chairperson	Leah Wright, Executive Assistant	Brandon Johnson, MCHD Chair	Jessica Kaplan
Sean Killoy, Scty/Treas	Travis Parker, CHRO	Gala Pock, MCHD Director	
Dan Valverde, Director	Joe Thomason, CHC SVP Operations	Traci Waugh, PYA (Virtual)	
	Charles Krupa, CIO/PIO	Erin Schmitt	
	Aaron Brooks, SHS Attorney	Mr. Schmitt	
<b>Ex-Officio Board Members:</b>	John Brooks, SHS Attorney	Erin Henderson	<b>Excused/Absent</b>
David Faulkner, Interim CEO	Lisa Gates, CNO	Jeffrey Tarpey	
Kevin Matteson, MD	Erik Lambert, SHS Quality/Risk Manager	Amanda Mullen	
	Polly Bolton, SHS Compliance Coordinator	Braden Jones	
	Christopher Alvarez, Director of Patient Access	Abbas Syed	
	Will Jansen, Practice Administrator	Audra Fahrion	
	Deborah Herman, Med Staff Services	Kevin Bagley	

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
<b>Called to order.</b>		The SHS Board meeting was called to order at 5:06pm. by Shirley Jones.	
<b>Public Comment/Introductions</b>	There was not any public comment.		
<b>Changes/Addition to Agenda</b>	There were no changes or additions to the agenda.		
<b><u>Reports</u></b>			
<b><u>PYA Compliance Board Education</u></b>	Ms. Traci Waugh with PYA presented slides on Compliance., Compliance was defined, Board duties and Department of Justice programs were discussed. Benefits and Risks of Compliance were explained.		
<b><u>MCHD Report</u></b>	Mr. Johnson, MCHD Chair asked SHS to attend the MCHD Board meeting on April 12 to discuss lease. Ms. Jones, SHS Chari expressed her concerns with the Bond issue and debt.		

<p><b><u>CHC Education/Report</u></b></p>	<p>The CHC Education Report was presented by Joe Thomason and was titled “Healthcare in 2023 Part 2”. Main topics of the Education:</p> <ul style="list-style-type: none"> <li>• Today’s Market Environment</li> <li>• Competition for Strategic Assets</li> <li>• Emerging Structural Disruptions</li> </ul> <p>Medicare was explained in great detail along with Medicare Advantage Plans. A sample letter was given out and can be asked for from Leah to send to State Representative Kyle Kacal concerning Medicare Advantage Plans.</p> <p>Joe Thomason, SVP of Operations for CHC informed the Board that the CHC Board Report was enclosed in the Agenda Packet.</p>		
<p><b><u>CFO Report</u></b></p> <ul style="list-style-type: none"> <li>• <b><u>February 2023 Financials</u></b></li> </ul>	<p>CFO, Ms. Julie Leonard reviewed the February Financials with the Board and the providers in attendance. Ms. Leonard did explain that at this time we are expensed is more than the revenue. Locum charges were discussed along with payroll. Ms. Leonard did explain to the providers that payroll is not in jeopardy that we are paying vendors down at this time and that is effecting our days cash on hand, not to worry on payroll. Mr. Faulkner, CEO, and Ms. Leonard told the providers that they are planning monthly meetings with providers to be more transparent and to keep them in the loop.</p>		
<p><b><u>HR Monthly Dashboard</u></b></p>	<p>Travis Parker presented the Board with a dashboard report for March 2023. The Engagement Survey will be presented at next month’s meeting.</p>		
<p><b><u>CNO Report</u></b></p>	<p>Lisa Gates, SHS CNO updated the Board on:</p> <ul style="list-style-type: none"> <li>• Surgical Services 2023 January Data</li> <li>• Surgical Services February 2023 Data</li> <li>• Clinical Operating Statistics</li> <li>• Continual attendance in association with Fort Lewis BSN Program</li> <li>• Nursing Leadership/Collaboration Committee</li> <li>• Case Management</li> <li>• Emergency Director Director Position</li> </ul>		

<b><u>Quality Report</u></b>	Erik Lambert, Quality/Risk Manager presented education on “Alternative to Opioids” and asked for the Board’s approval.		
<b><u>IS Board Report</u></b>	<p>Chuck Krupa, CIO gave a quick update of the March 2023 report for Information Services.</p> <ul style="list-style-type: none"> <li>• Infrastructure</li> <li>• Operations</li> <li>• IS as an Asset</li> </ul>		
<b>Practice Administrator Report</b>	Will Jansen, Practice Administrator updated the Board on the current happenings at Mancos, Park Street, OB/GYN, Behavioral Health and the Walk In Clinics.		
<b>CEO Report</b>	<p>David Faulkner, Interim CEO updated the Board of current happenings at Southwest Health System:</p> <ul style="list-style-type: none"> <li>• Dr. Farr has signed his employment agreement.</li> <li>• Dr. Cain has visited, a decision should be made before next meeting.</li> <li>• Cutting locums when possible.</li> <li>• Follow-Up School meeting to come.</li> <li>• Leaks in Building.</li> <li>• COVID</li> </ul>		
<b>Adjourned Meeting in to break before entering Executive Session</b>	The meeting was adjourned for a break before entering executive session at 7:17 pm.		
<b>Executive Session</b>		Regular Session reconvened at 7:36 pm	
<b>Reconvene Regular Session</b>	Regular session was reconvened at 9:13 pm	Regular session reconvened at 9:01 pm.	
<b>Action Items:</b> <ul style="list-style-type: none"> <li>• <b>Approval of Regular Minutes</b></li> <li>• <b>Financials</b></li> </ul>		<p>A motion was made and seconded to approve minutes as presented.</p> <p>MOTION: Sean Killoy</p> <p>SECOND: Susan Hodgdon</p> <p>Motion carried.</p>	

<ul style="list-style-type: none"> <li>• <b>CHC Invoice</b></li> <li>• <b>ALTO Education</b></li> </ul> <p><b>Executive Session Items:</b></p> <ul style="list-style-type: none"> <li>• <b>February Minutes</b></li> <li>• <b>Approval of Gero, Jennifer MD, Emergency Medicine Provider Employment Agreement</b></li> <li>• <b>Park Street To Main Campus</b></li> </ul>	<p>Motion to approve ALTO education.</p>	<p>A motion was made to approve the February 2023 Financials as recommended by the Finance Committee. MOTION: Sean Killoy</p> <p>A motion was made to approve the CHC Invoice 9813 as recommended by the Finance Committee. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>It was moved and seconded to approve the Alternative to Opioid Education. MOTION: Susan Hodgdon SECOND: Sean Killoy Motion carried.</p> <p>A motion was made and seconded to approve the February Executive Session Minutes: MOTION: Dan Valverde3 SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made and seconded to approve Gero, Jennifer MD, Emergency Medicine Provider’s Employment Agreement. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to give David Faulkner, Interim CEO the authority to</p>	
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<ul style="list-style-type: none"> <li>• <b>Spine Contract</b></li> </ul> <p><b>MEC Recommendations</b></p> <p><b>Resignations</b></p> <ul style="list-style-type: none"> <li>• <b>Miller, Robert MD VRAD</b></li> </ul> <ul style="list-style-type: none"> <li>• <b>Bergen, Marcus CRNA Novus</b></li> </ul> <p><b>Reappointments</b></p> <ul style="list-style-type: none"> <li>• <b>Bishop, Trent CRNA Novus</b></li> </ul>		<p>move the Park Street Clinic to the Main Campus and incorporate operations there. MOTION: Sean Killoy SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made to terminate the contract with Animas Spine in accordance with their contract terms. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to approve Miller, Robert MD's resignation request effective as of 2/23/23 based on the Chief of Service Line's recommendation that the Executive Committee has approved. MOTION Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to approve Bergen, Marcus CRNA's resignation request effective as of 3/01/23 based on the Chief of Service Line's recommendation that the Executive Committee has approved. MOTION Sean Killoy SECOND: Dan Valverde Motion carried.</p> <p>A motion was made to approve Bishop, Trent CRNA for final review and decision for the privileges noted in the 3/2023 MEC</p>	
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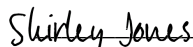
<ul style="list-style-type: none"> <li>• <b>Cox, Marcus MD USARD Holding Cardiology</b></li> <li>• <b>Riggert, Amy MD Anesthesia Independent</b></li> <li>• <b>Trammell, Catherine LPC Licensed Professional Counselor</b></li> </ul> <p><b>Other Business</b></p> <ul style="list-style-type: none"> <li>• <b>Chaney-Roberts, Rachel MD</b></li> </ul>		<p>report as recommended by the MEC Committee. MOTION Sean Killoy SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made to approve Cox, Marcus MD USARD Holding Cardiology for final review and decision for the privileges noted in the 3/2023 MEC report as recommended by the MEC Committee. MOTION Sean Killoy SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made to Riggert, Amy MD, Anesthesia for final review and decision for the privileges noted in the 3/2023 MEC report as recommended by the MEC Committee. MOTION Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to approve Trammell, Catherine LPC for final review and decision for the privileges noted in the 3/2023 MEC report as recommended by the MEC Committee. MOTION Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made for Chaney-Roberts MD for final review and decision from the Board for Exemption of the Board Certification Status as stated on the 3/2023</p>	
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<ul style="list-style-type: none"> <li>• <b>Jones, Courtney MD Mancos Clinic</b></li> <li>• <b>Stevens Wendy NP Wound Care</b></li> <li>• <b>Palmer, Shawn PAC SMG</b></li> <li>• <b>Mooney, Caitlin PAC SMG</b></li> </ul>		<p>MEC Report as recommended by the MEC Committee. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to not approve Jones, Courtney MD for the elevation from FPPE to OPPE status as was recommended by the 3/2023 MEC Report. MOTION: Sean Killoy SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made for Stevens, Wendy NP Wound Care to move forward for final review and decision from the Board for the listed privileges on the 3/23 MEC Report as recommended by the MEC Committee. MOTION: Sean Killoy SECOND: Dan Valverde Motion carried.</p> <p>A motion was made to approve Palmer, Shawn PAC for final review and decision from the Board for elevation from FPPE to OPPE status as recommended by the MEC Committee. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to approve Mooney, Caitlin PAC to move forward for final review and decision from the Board to have Dr. Amanda Mullen as supervising physician as recommended by the MEC Committee. MOTION: Sean Killoy SECOND: Susan Hodgdon</p>	
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<ul style="list-style-type: none"> <li>• <b>Sanchez, Brandon</b> <b>PAC SMG</b></li> <li>• <b>Christian, Kay</b> <b>PAC SHS ED</b></li> </ul>		<p>Motion carried.</p> <p>A motion was made to approve Sanchez, Brandon PAC to move forward for final review and decision from the Board to have Dr. Amanda Mullen as supervising physician as recommended by the MEC Committee.</p> <p>MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made to approve the removal of NRP Certification requirements from the criteria of the Emergency Department Physician Assistants and Nurse Practitioners for Christian, Kay PAC as recommended by the MEC Committee.</p> <p>MOTION: Sean Killoy SECOND: Susan Hodgdon Motion carried.</p>	
<b>Adjourn Regular Session</b>		<p>A motion was made and seconded to adjourn Regular Session at 9:13 pm.</p> <p>MOTION: Dan Valverde SECOND: Sean Killoy Motion carried</p>	

Respectfully submitted:

DocuSigned by:



Shirley Jones, Chairperson

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Sean Killoy, Secretary/Treasurer