

**SOUTHWEST HEALTH SYSTEM, INC.**  
**SHS BOARD MEETING MINUTES**  
**Kiva Room at Southwest Memorial Hospital**  
**August 30, 2023**

<b><u>Present - Quorum</u></b>	<b><u>Also Present</u></b>	<b><u>Also Present</u></b>	<b><u>Also Present</u></b>
Shirley Jones, Chairperson	Shelle Diehm, Interim CFO	Brandon Johnson, MCHD Chair	Mark Hodson, CHC
Susan Hodgdon, Vice-Chairperson	Leah Wright, Executive Assistant	Bill Stroop	
Dan Valverde, Director	Laurie Breedlove, Human Resources CHC	Kent Aikin	
Sean Killoy, Secretary/Treasurer	Joe Thomason, CHC SVP Operations	Joanne Teetzel	
	Charles Krupa, CIO	Erin Schmitt, SHS	
	Aaron Brooks, SHS Attorney	Mary Dodd	
<b>Ex-Officio Board Members:</b>	John Brooks, SHS Attorney	Abby Nuetzel	<b>Excused/Absent</b>
Joeseeph Theine CEO	Lisa Gates, CNO	Karen Sheek	
	Erik Lambert, SHS Quality/Risk Manager	Brian Demby	
	Randy Davidson, MD	Caitlin DeCrow, Compliance SHS	
	Mike Row, CHC	Gene Miller, Practice Administrator	
	Catlin DeCrow Compliance Manager	Laura Herrick	
	Mark Daffer Blue & Company	Kelsie Jarmin ER Director	

<b>Agenda Item/Topic</b>	<b>Findings and Discussions</b>	<b>Conclusions, Recommendations, Actions, and/or Motions</b>	<b>Follow-up Responsible Party</b>
<b>Called to order.</b>		The SHS Board meeting was called to order at 5:04pm. by Shirley Jones.	
<b>Public Comment/Introductions</b>	<p>Mary Dodd and Friends of the Hospital spoke sending thank s to Southwest Health system for being more transparent and posting information on the SHS Website. Ms. Dodd would like to have more community collaboration that meets benchmarks and hopes that the three boards will trust and work together, SHS, MCHD and Nominating Committee.</p> <p>Brian Demby said that he would like more transparency and community involvement.</p>		
<b>Changes/Addition to Agenda</b>	There were no changes or additions to the agenda.		
<b><u>Reports</u></b>			
<b><u>MCHD Report</u></b>	Mr. Johnson, MCHD Chair let the Southwest Health System Board know that the financing for the		

	<p>reamortization should take place tomorrow 8/31/23. Mr. Johnson also went of the Glycol Feeder quote, this amount was around \$5,300 K and will be discussed at the Facilities meeting on September 6<sup>th</sup>. SHS will need to do electronic vote on Glycol Feeder before next meeting.</p> <p>1. Replace RTU 1 &amp; 2</p>		
<b><u>CHC Education/Report</u></b>	<p>CHC Education was presented by Mark Hodson of CHC on “Supply Chain/Inflation Slides”. Mr. Hodson presented slides on:</p> <ul style="list-style-type: none"> <li>• 12 Month CPI Report</li> <li>• CPI Inflation Report for June 2023</li> <li>• Food buy Leads the Industry in Food Service Procurement</li> <li>• PPI vs CPI – June 2023</li> <li>• Supply &amp; Inflation</li> <li>• CPI Food Forecast through 2024</li> </ul> <p>Joe Thomason, SVP of Operations for CHC informed the Board that the CHC Board Report was enclosed in the Agenda Packet. CHC came down and presented a mock survey this last week. CHC is still monitoring productivity. Medicaid Cliff – 75-85% of applicants are not being renewed at this time. CHC is still performing a CFO search, they have three screens to be completed this week.</p>		
<b><u>CIO Report</u></b>	Chuck Krupa, CIO updated the Board on Infrastructure, Operations and IS as an Asset.		
<b><u>CNO Report</u></b>	Lisa Gates, CNO gave a quick update on swing beds and visits for July. Quality metrics were discussed briefly.		
<b><u>CFO Report</u></b> <ul style="list-style-type: none"> <li>• <b><u>July 2023 Financials</u></b></li> </ul>	<p>Interim CFO, Ms. Shelle Diehm reviewed the July financials for the Board and public. Ms. Diehm updated the public and Board that there were 88 births so far year to date, and there we are 43 admissions up from last year. Cash decreased \$80K this month and accounts receivable is at 27 from 31. Shelle will add an extra column for the debt service report next month for the capital fund. The new amortization will increase days cash on hand by 9, we should be over 80 by end of September. Shelle Diehm</p>		

	explained the Forensic Contract to the Board and the members of the community.		
<b>CEO Report</b>	<p>Mr. Joe Theine updated on the following:</p> <ul style="list-style-type: none"> <li>• Reamortization went well with community and Boards</li> <li>• He has been meeting with several individuals both in the public and of Medical Staff.</li> <li>• Pain Management and Nuclear Med are still ongoing</li> <li>• Meeting with “Friends of The Hospital” next week</li> </ul>		
<b>Practice Administrator Report</b>	<p>Gene Miller, Interim Practice Administrator updated the Board that this coming Friday, September 1<sup>st</sup> will be his last day. The clinic visits went up from 188 in May to 523 in August. The waiting list to get into a provider has decreased. September 1st is Dr. Richard’s last day, Rebecca Moore is a new locums practicing in Internal Medicine. Ali Umberger resigned from the clinics. Mr. Miller gave his thank you to the Medical Staff and “Friends of The Hospital”.</p>	<p>A motion was made and seconded to approve Catilin De Crow as Compliance Manager.  MOTION: Dan Valverde  SECOND: Susan Hodgdon  Motion carried.</p>	
<b>Nominating Committee Discussion</b>	<p>Sean Killoy, SHS Secretary/Treasurer and Mr. Brooks, SHS Attorney discussed the nominating committee and how the process will work. Mr. Killoy did suggest that a change be made from four to three from the SHS Board.</p>		
<b>Adjourned Meeting in to break before entering Executive Session</b>	<p>The meeting was adjourned for a break before entering executive session at 6:30 pm.</p>	<p>A motion was made and seconded to adjourn the regular session at 6:30 pm  MOTION: Sean Killoy  SECOND: Dan Valverde  Motion carried</p>	
<b>Reconvene Regular Session</b>	<p>Regular session was reconvened at 8:32 pm</p>	<p>Regular session reconvened at 8:32 pm.  A motion was made and seconded to reenter regular session.  MOTION: Sean Killoy  SECOND: Susan Hodgdon  Motion carried.</p>	
<b>Action Items:</b>		<p>A motion was made and seconded to approve the July minutes as presented.</p>	

<ul style="list-style-type: none"> <li>• <b>Approval of July Regular Meeting Minutes</b></li> </ul>		<p>MOTION: Sean Killoy SECOND: Dan Valverde Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Financials</b></li> </ul>		<p>A motion was made to approve the July 2023 Financials as recommended by the Finance Committee. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>CHC Invoice</b></li> </ul>		<p>A motion was made and seconded to approve the CHC invoices as recommended by the Finance Committee. MOTION: Sean Killoy SECOND: Dan Valverde Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Forensic Audit</b></li> </ul>		<p>A motion was made and seconded to approve the Forensic Audit as recommended by the Finance Committee. MOTION: Dan Valverde SECOND: Sena Killoy Motion carried.</p>	
<p><b>Executive Session Items:</b></p> <ul style="list-style-type: none"> <li>• <b>July Minutes</b></li> </ul>		<p>A motion was made and seconded to approve the July Executive Session minutes. MOTION: Sean Killoy SECOND: Dan Valverde Motion carried.</p>	
<p><b>Contracts:</b></p>		<p>A motion was made and seconded to approve the Cavanaugh, Michael PAC</p>	

<ul style="list-style-type: none"> <li>• <b>Cavanaugh, Michael PAC</b></li> </ul>		<p>First Amendment to Provider Employment Contract.  MOTION: Dan Valverde  SECOND: Sean Killoy  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Malarchick, Steven FNP</b></li> </ul>		<p>A motion was made and seconded to approve the provider agreement of Malarchick, Steven, FNP.  MOTION: Dan Valverde  SECOND: Dan Valverde  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Tarpey, Jeffrey MD</b></li> </ul>		<p>A motion was made and seconded to approve the amended contract for Jeffrey Tarpey.  MOTION: Sean Killoy  SECOND: Dan Valverde  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Mojzis, Tibor MD</b></li> </ul>		<p>A motion was made and seconded to approve the amended contract of Mojzis, Tibor MD.  MOTION: Dan Valverde  SECOND: Sean Killoy  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Thompson, Matthew MD</b></li> </ul>		<p>A motion was made and seconded to approve the amended contract of Thompson, Matthew MD.  MOTION: Sean Killoy  SECOND: Dan Valverde  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Siegel, Karen NP</b></li> </ul>		<p>A motion was made and seconded to approve the amended contract of Siegel, Karen NP.  MOTION: Sean Killoy  SECOND: Susan Hodgdon  Motion carried.</p>	

<p><b>Approval of the Board Policy 2.14 Nominating Committee/Board Development</b></p> <p><b>MEC Recommendations</b></p> <p><b>New Providers</b></p> <ul style="list-style-type: none"> <li>• <b>Van Kirk, Christian MD VRAD</b></li> <li>• <b>Larrick, Heidi NP Mancos Valley</b></li> <li>• <b>Himebaugh, Karen MD, CHC Locums</b></li> </ul>		<p>A motion was made and seconded to approve the Board Policy 2.14 Nominating Committee/Board Development. MOTION: Sean Killoy SECOND: Susan Hodgson Motion carried.</p> <p>A motion was made and seconded to approve the privileges listed on the August 2023 MEC report Van Kirk, Christian MD VRAD as recommended by the MEC Committee. MOTION: Dan Valverde SECOND: Sean Killoy Motion carried.</p> <p>A motion was made and seconded to approve the privileges listed on the August 2023 MEC report of Larrick, Hedid NP Mancos as recommended by the MEC Committee by electronic vote 8/15/23. MOTION: Sean Killoy SECOND: Susan Hodgdon Motion carried.</p> <p>A motion was made and seconded to approve the privileges listed on the August 2023 MEC report for Himebaugh, Karen MD as recommended by the MEC Committee. MOTION: Dan Valverde SECOND: Susan Hodgdon Motion carried.</p>	
---	--	---	--







<ul style="list-style-type: none"> <li>• <b>Cavanaugh, Michael. PAC Emergency</b></li> </ul>		<p>Michael PAC for final review and decision of the privileges stated on the August 2023 MEC report as recommended by the MEC Committee.  MOTION: Sean Killoy  SECOND: Dan Valverde  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Bagley, Joel MD SMG Specialty</b></li> </ul>		<p>A motion was made and seconded to approve the reappointment of Bagley, Joel MD for final review and decision of the privileges stated on the August 2023 MEC report as recommended by the MEC Committee.  MOTION: Sean Killoy  SECOND: Dan Valverde  Motion carried.</p>	
<ul style="list-style-type: none"> <li>• <b>Anderson, Jacob DO SMG Family Medicine</b></li> </ul>		<p>A motion was made and seconded to approve the reappointment of Anderson, Jacob DO for final review and decision of the privileges stated on the August 2023 MEC report as recommended by the MEC Committee.  MOTION: Sean Killoy  SECOND: Susan Hodgdon  Motion carried.</p>	
<p><b>Other Business</b></p> <p><b>Settlement</b></p>		<p>The Board agreed with Amy Wilson regarding a proposed settlement to hold off until motion is heard.</p>	
<b>Adjourn Regular Session</b>		<p>A motion was made and seconded to adjourn Regular Session at 8:40 pm.  MOTION: Dan Valverde  SECOND: Susan Hodgdon  Motion carried</p>	

Respectfully submitted:

---

Shirley Jones, Chairperson

---

Sean Killoy, Secretary/Treasurer