

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
January 10, 2024

Present:

Also Present:

Brandon Johnson, Chairperson	Shirley Jones, SHS Chair	<u>Recorded by:</u>
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Operations Director	Bridgett Jabour, Secretary
Gala Pock, Director	Joe Theine, SHS CEO	
Sean Flaherty, Director	Shelle Diehm, SHS Interim CFO	<u>Excused/Absent:</u>
Bob Ower, Director		
Bill Thompson, Vice-Chairperson	Bill Stroop, community member	Heidi Trainor, CPA
Orly Lucero, Director (via Teams)		Kelly McCabe, MCHD Attorney
<u>Counsel:</u>		
Keenen Lovett, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	Community member Bill Stroop thanked the board for their service to the community.		
Changes to Agenda		Mr. Dobry recommended adding the Reflections in Metal invoice of \$730 to the Finance Report for consideration to approve.	
Consent Agenda	December 13, 2023 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. MOTION: Robert Dobry SECOND: Gala Pock Motion carried.	
<u>New Business</u> <ul style="list-style-type: none"> Cortez Dispatch Intergovernmental Agreement 5 MVI Shares Proxy Vote 	<p>The enclosed Agreement was reviewed by the Board. Mr. Lovett advised that there were no material changes from the previous version.</p> <p>The annual meeting for the Montezuma Valley Irrigation Association is holding their annual meeting and the District</p>	<p>It was moved and seconded to approve Brandon Johnson to sign the Cortez Dispatch Intergovernmental Agreement on behalf of the District. (Mr. Dobry recused himself from vote due to conflict of interest.) MOTION: Gala Pock SECOND: Bill Thompson Motion carried.</p> <p>It was moved and seconded to appoint Bob Ower</p>	

	would need a representative on their behalf to attend and provide a proxy vote for the interests of the District.	as the MCHD representative to the MVI for and proxy vote for annual meeting business. MOTION: Robert Dobry SECOND: Sean Killoy Motion carried.	
REPORTS and ACTION ITEMS			
SHS Board Report	SHS Chairperson Shirley Jones advised that the SHS Board had their annual meeting on December 18 th , at which, the four newly appointed board members attended.		
SHS Operating Report – Joe Theine	<p>In addition to the enclosed CEO Report, SHS CEO Joe Theine reviewed the 2024 Budget overview and recruiting plan approved by the SHS Board at their December meeting. Some positions preliminarily approved have already been filled, including family medicine and Family Practice with OB. The Budget includes increasing number of services provided to our community</p> <ul style="list-style-type: none"> • Resulting in increased Net Revenue of ~\$2.2M • Investing in People • Plan for net ~\$1.3M in additional investment of salaries/wages, benefit and contracts. • Limited Capital Budget of \$200k, any additional needs will be funded through grants. 		
SHS November Financial Report – Shelle Diehm	<p>November financials were reported by SHS Interim CFO Shelle Diehm. Highlights include:</p> <ul style="list-style-type: none"> • Net revenue of \$6.1M flat with prior year net revenue. • November EBIDA is \$617,000; Year to date EBIDA is \$5.75M, \$600k over prior year. • Volumes were down in November due to providers taking PTO. Although Dr. Syed left in October of 2023, general surgery volumes remain steady with Drs. Matteson and Bagley. <p>Ms. Diehm reviewed the Days cash calculations and Mr. Theine advised that work continues with Vectra Bank to potentially reduce required days cash on hand prior to retirement of Conrad Freeman, who has been our bank representative since the inception of the 2016 Revenue bonds.</p>		
Financial Report – Robert Dobry, Scty/Treasurer	<p>Sales tax revenue received this month is \$172,963.59, 103% of prior year deposit.</p> <p>December financials were enclosed for Board Review. Mr. Dobry presented the invoice for Reflections in Metal of \$730 for</p>	It was moved and seconded to approve the invoice to Reflections in Metal for \$730 as presented.	

	the plaque for Fred DeWitt. MCHD will pay the whole invoice, from which, Southwest Memorial Hospital Foundation will reimburse half with MCHD.	MOTION: Robert Dobry SECOND: Gala Pock Motion carried.	
Foundation Report	MCHD Director Gala Pock reported that 2023 donations to the foundation totaled \$38k. Ms. Jones shared Enterprise Zone opportunities that she recommended the Foundation consider when reapplying for the program this cycle.		
Capital Infrastructure Committee Report	Sean Flaherty reported that the Committee met and discussed the Tremco roofing proposals presented. Mr. Theine requested clarification in the lease requirement of the project plan report required for the annual meeting in May. Mr. Dobry reviewed the DOLA grant timeline and potential award timelines related to the cost.	There was board consensus that the top 10 items on the infrastructure list is sufficient and requires no additional reporting at this time.	
Attorney Report	Mr. Lovett requested direction from the MCHD Board regarding the question in the lease language for 1413 N Mildred Road (SWIC Lease), as Mr. Theine is requesting clarification that should SHS at some time in the future wish to utilize the facility for administrative staff instead of clinical staff would that be considered a breach? There were no concerns from the Board. Mr. Theine advised that there is no plan to do this, but he wanted to ensure the flexibility in the future. Mr. Lovett recommended the Board appropriate sales tax funds as required for 2016 Bond Debt Payments. This action must occur annually to meet legal requirements of Special Tax District. In addition, Mr. Lovett recommended board action to advertise meeting location, days and times. Mr. Lovett received a request from the community for a copy of the agenda packet prior to the meeting. The various processes and challenges were discussed.	It was moved and seconded to appropriate all 2024 Sales Tax Revenue to the 2016 Bond Debt Payments currently outstanding. MOTION: Robert Dobry SECOND: Gala Pock Motion carried. It was moved and seconded to “make every effort to provide the packet on the MCHD website the Monday prior to the meeting, with a disclaimer prepared by Mr. Lovett that explained that the packet is subject to change.” MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.	
Adjournment	Next meeting to take place February 14, 2024.	The Board adjourned the meeting at 7:33 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
February 14, 2024

<u>Present:</u>	<u>Also Present:</u>	<u>Recorded by:</u>
Brandon Johnson, Chairperson	Shirley Jones, SHS Chair	Bridgett Jabour, Secretary
Robert Dobry, Secretary/Treasurer	Travis Parker, SHS CHRO	
Gala Pock, Director	Joe Theine, SHS CEO	
Sean Flaherty, Director	Shelle Diehm, SHS Interim CFO via Teams	<u>Excused/Absent:</u>
Bob Ower, Director		Orly Lucero, Director
Bill Thompson, Vice-Chairperson	Bill Stroop, community member	Heidi Trainor, CPA
		Keenen Lovett, MCHD Attorney
<u>Counsel:</u>		Rob Owens, SHS Plant Ops Director
Kelly McCabe, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:01 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	Community member Bill Stroop thanked the board for having the agenda packet available before the meeting.		
Changes to Agenda	The board discussed the addition of Cortez Pipeline Representation for MCHD water shares be added under Capital Infrastructure Report	It was moved and seconded to add Cortez Pipeline Representation for MCHD. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	
Consent Agenda	January 10, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Robert Dobry Second Bob Ower Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			

<p>SHS Board Report</p>	<p>SHS Chairperson Shirley Jones advised that the SHS Board has been developing their committee assignments and continued board training and development.</p>		
<p>SHS Operating Report – Joe Theine</p>	<p>SHS CEO Joe Theine updated the MCHD Board on project, strategies and opportunities at SHS. He reviewed provider recruitment status, staff retention and recruitment initiatives and growth in services. Additionally, employee of the month and other recognitions were described.</p>		
<p>SHS FYE 2023 Financial Report – Shelle Diehm</p>	<p>December/year-end financials were reported by SHS Interim CFO Shelle Diehm. Highlights include:</p> <ul style="list-style-type: none"> • Retail pharmacy has increased \$2m in 2023. We have a lot of patients on FAP and CICP; our goal has been to get proper medications to improve patient outcomes, with programs for uninsured. • With a new investment strategy, SHS is locked in to higher interest rates in late 2023 for 3-5years as we anticipate lowering of interest rates in 2024. It was very good timing to make this change. • FYE December 2023 EBIDA is \$5.976M, up \$700k over previous year. • The Vectra line of credit we paid down over \$1M on in 2023. • Ms. Diehm reviewed business office elements, income statement, balance sheet, • Mr. Theine updated the MCHD Board that conversations continue regarding the request to the bank syndicate with Zionsbancorp as trustee and Vectra Bank Colorado to lower days cash on hand. SHS has met with Mark Wright and the other creditors who are generally in agreement with lowering the days cash on hand requirement; SHS has requested lowering to 60 days cash. Cash flow report, operational analysis. SHS remains just at 80 days' cash, so even though there continues to be increase in funds of Capital Infrastructure funds, these cannot be expended unless we're able to maintain days' cash on hand requirement of 80 days. All other debt ratios are doing well. 13-week cash projection, review of schedule of debt payments end year with \$1.5m in capital infrastructure reserve account. 	<p>There was a question regarding the payor mix for 2023. Ms. Diehm will get this information and forward to the MCHD Board.</p> <p>The bank syndicate will review and will determine response in the next week or two to determine if they're willing to lower days' cash on hand requirement. If approved by syndicate, this will require amendment signed by both MCHD, SHS, the banks and the County Commissioners as it affects bond documents.</p>	<p>Ms. Diehm</p> <p>Mr. McCabe's office will keep MCHD Board apprised of progress.</p>

Financial Report – Robert Dobry, Scty/Treasurer	<p>Sales tax received totals \$180,088.81 for the month. Year-over-year, receipt of 101.18% compared to 2023 same month.</p> <p>Mr. Dobry requested board direction regarding the separate bank account for DOLA/Caring for Colorado account. Would like to move approximate \$2k of funds to general account, and close out this sweep account since it is no longer in use. There was board consensus was that this was acceptable.</p>	Per Mr. McCabe, no board action is necessary to initiate closing of the DOLA/Caring for Colorado account.	Mr. Dobry will close the account with this direction from the Board.
Foundation Report	Gala stated they approved the purchase of the endoscope for barium that can image the vocal cords to diagnose and provide therapy for speech patterns. We'll be the only facility in SW Colorado with that piece of equipment.	The SWMH Foundation board is now meeting monthly.	
Capital Infrastructure Committee Report	<p>Cortez 21 Pipeline will be meeting next month. Orly Lucero is our current representative; Mr. Johnson recommended that MCHD appoint a secondary person if Mr. Lucero is not available.</p> <p>Mr. Flaherty advised that the Capital Infrastructure Committee met this morning and discussed 2 topics: the roof repair project and the Microgrid proposal received by Mazzetti Engineering.</p> <p>The Capital Infrastructure Committee received 2 bids for the roofing project with 2 different technologies. One is new membrane and the other is an overlayment. The new membrane is half the price of the overlayment. The Committee has determined it would be prudent to put it back out for additional bids before making any further decisions.</p> <p>Mr. Dobry advised that there is a DOLA Grant funding cycle in March, but with the additional work being needed prior to application, it is recommended that MCHD apply early summer. Additional design and financing options are needed before applying. The Capital Infrastructure committee will continue to meet monthly.</p>	<p>It was moved and seconded to appoint Bob Ower as MCHD representative to Cortez 21 Pipeline.</p> <p>MOTION: Robert Dobry</p> <p>SECOND: Gala Pock.</p> <p>Motion carried.</p> <p>Kelly McCabe stated he will draw up a resolution and background on the history of the pipeline. When attending, Mr. Ower may be asked to pay dues for MCHD for the year. It was noted that dues will be reimbursed to Mr. Ower by the District.</p> <p>The board discussed the Microgrid Proposal. Mr. Dobry recommended that MCHD fully take the burden of the cost for preplanning, keeping the expense separate from the Capital Improvement funds. MCHD should be the client on this proposal. It was moved and seconded that the MCHD Board fully fund the project up to \$25,600, adding the deliverable of financing options to the fee proposal and authorizing Brandon Johnson to sign with these changes.</p>	

		MOTION: Robert Dobry SECOND: Gala Pock Motion carried.	
Attorney Report	Mr. McCabe stated that the Board should have received via email this week, the amended bylaws, with minor edits adjusting article 3 to correct years in election to align with current statute. Other changes include amending Article 11, indemnification clause removing obsolete language.	It was moved and seconded to amend the Bylaws as recommended by Mr. McCabe, waiving further notice; dating February 14 th , 2024. MOTION: Gala Pock SECOND: Sean Flaherty Motion carried; none opposed. The final bylaws will be signed by Mr. Johnson and forwarded to Ms. Jabour for Board records.	
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place March 13, 2024.	The Board adjourned the meeting at 7:02 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
March 13, 2024

Present:

Also Present:

Brandon Johnson, Chairperson	Shirley Jones, SHS Chair (via Teams)	<u>Recorded by:</u>
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Operations Dir	Bridgett Jabour, Secretary
Gala Pock, Director	Joe Theine, SHS CEO	
Sean Flaherty, Director	Shelle Diehm, SHS Interim CFO via Teams	<u>Excused/Absent:</u>
Bob Ower, Director		Kelly McCabe, MCHD Attorney
Bill Thompson, Vice-Chairperson	Bill Stroop, community member	Heidi Trainor, CPA
Orly Lucero, Director (via Teams)		
<u>Counsel:</u>		
Keenen Lovett, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Changes to Agenda	No changes.		
Consent Agenda	February 14, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Gala Pock Second: Sean Flaherty Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	Shirley Jones, SHS Board Chair gave a Board Report:	If the Montezuma County Commissioners need to review and	

<p>SHS Operating Report – Joe Theine</p>	<p>SHS Legal Counsel John Brooks retired recently; new legal counsel Chris Adelman with Hall Render has been retained. He seems very competent and a good fit. The newly-resurrected Provider Recruiting Contracting and Retention Committee met today.</p> <p>Negotiations continue with Vectra Bank and the other banks in the 2016 Bond Syndicate is looking to change the days cash on hand covenant threshold from 80 to 60 days.</p> <p>SHS CEO Joe Theine reviewed the provider recruitment, nurse retention and enclosed metrics including volumes, capital expenses, employee of month, and other activities for the month. SHS is releasing its Annual Report for 2023, with a public presentation tomorrow, March 14th from 3:30-5pm. All board members are invited.</p> <p>The permanent CFO position has been offered and accepted by Adam Conley who comes from a critical access hospital in Texas. He has broad experience in both large and small health systems. He and his family will be moving to Cortez in the coming weeks, with Mr. Conley's start date being the beginning of April.</p> <p>Mr. Theine advised of a situation that is affecting the days cash SHS is maintaining.</p> <p>Change Healthcare provides claim processing, because of cyber security event, claims processing is at a standstill. Having to work around and get the bill to payers. Has added significant manual processes and has slowed billing. We have 22 days' worth of work that we have not been able to get out to the payer(s). It will take quite a while to get this resolved. We've alerted the banks that days cash has fallen below as we've not received payments for 2+ weeks so it has affected our threshold. 1 in 3 patients in the US is connected to Change Health so it has been very disruptive across the US. Services are slowly coming back online. SHS is looking to switch to a different vendor(s). The billing team is starting to get claims out the door; have had to move funds from investments to operating cash. We can apply for MCR Advanced payments of \$980k, the payers are going to work to process</p>	<p>approve the change to the covenants, Mr. Dobry advised that the Commissioners will need this presented to them at their work session prior to the Commissioner meeting in which it is requested to be approved.</p>	
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<p>SHS January 2024 Financial Report – Shelle Diehm</p>	<p>claims more timely. The new claims processor we're working with is anticipating they can provide 95% of the claims and this will automate improving the payments promptly.</p> <p>The January 2024 financials were reported by SHS Interim CFO Shelle Diehm. Highlights include:</p> <ul style="list-style-type: none"> • Patient days is higher than budget as there were higher acuity patients. If you have a longer length of stay, more revenue dollars per admission. • EBIDA for January over prior year, and above budget. EBIDA \$592K. The income statement showed a net revenue of \$156K. January ended with 82.8 Days cash on hand, with new 6 months rolling average. • Additional detail regarding Change Healthcare is that SHS is not getting EOB's electronically so the staff have to manually key all items in an EOB. Tracking all expenses related to this for future insurance claims or other funds that might be available to help mitigate the loss to the health system related to this event. <p>Statement of cash flows reviewed, operational analysis, 13-week cash projection, schedule of debt payments were reviewed.</p>		
<p>Financial Report – Robert Dobry, Scty/Treasurer</p> <p>Discussion on Website with new Legislation</p>	<p>Sales tax for this month is \$149,633.09 received. This month is usually the lowest of any month in the year, but still over 100% of last year's receipt from the previous year. The DOLA Caring for Colorado account has been closed and the money was moved in to the general account.</p> <p>With the new Colorado legislation regarding ADA accessibility and website requirements for governmental entities, Mr. Dobry asked Mr. Lovett if the District will have to create a separate website, instead of the existing page under the SHS website. There are challenges to ensure there is appropriate readability and font size with pdf's and recordings of all language. It was asked if it was required that MCHD have a website as a governmental entity? Mr. Lovett noted that the webpage is a</p>	<p>Mr. Lovett will research and provide additional information at the next meeting.</p>	<p>Mr. Lovett</p>

	posting location for meeting notifications and the Board will have to have an ADA policy.		
Foundation Report – Gala Pock	<p>The Foundation authorized \$410 for comfort items for Family Birthing Center. Additionally, a proposal from EMS on equipment is requesting grant funding that has 50% match. Amount needed is \$54k, of which, \$10k is already pledged from local retired physicians.</p> <p>Austan Koller, also on the Foundation Board was introduced to the Board, a member of the fundraising committee on the Foundation board. Dr. Aikin has identified a lot of donors that might be able to work with the foundation to develop a strategic plan. Getting the community involved in needs and ways that it benefits.</p> <p>Ms. Pock advised the Foundation is requesting so they can fund needs that SHS has. The development of the fundraising plan and program with foundation and board is moving forward.</p>	Mr. Theine advised that the Foundation and MCHD Board can expect a capital expenditures prioritization list soon, but is waiting for additional discussions with directors to prioritize. He is anticipating having this by late April or into May.	Mr. Theine
Capital Infrastructure Committee Report – Brandon Johnson	<p>Mr. Johnson reviewed the enclosed Mazzetti project details that had been signed by Mr. Johnson.</p> <p>Mr. Owens and Mr. Johnson reviewed the handout which provided detail on the bids received to begin the roofing project. The Capital Infrastructure Committee recommends the MCHD Board approves the Centimark bid as primary / Duralast is second recommend to board. Centimark references are being reviewed. Centimark has extensive experience with healthcare facilities and is an HPG vendor, so has discount on the totals. They offer a 25-year warranty. Payment terms are 1/3 at start of the job, then 30 days at job completion, and 30 days to install. With this coming up way under anticipated amount, looking at other infrastructure needs that we can address and complete within the next year or so. It is anticipated that work will begin this summer.</p>	<p>It was moved and seconded to approve the Centimark bid proposed, but increase the amount totaling \$560k, which includes a 10% contingency.</p> <p>MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.</p>	
Attorney Report	Mr. Lovett recommended the Board discuss having an Owner's Representative for the roofing project as there is no General Contractor for this project; Mr. Dobry stated that this should be something MCHD funds fully. The Owners Rep would report to the District.	It was moved and seconded to put out a Request for Proposal for an Owner's Representative for the Roofing Project previously approved.	

		MOTION: Sean Flaherty SECOND: Bill Thompson Motion carried.	
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place April 10, 2024.	The Board adjourned the meeting at 7:23 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
April 10, 2024

Present:

Also Present:

Brandon Johnson, Chairperson	Shirley Jones, SHS Chair (via Teams)	<u>Recorded by:</u>
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Operations Dir	Bridgett Jabour, Secretary
Gala Pock, Director	Joe Theine, SHS CEO	
Sean Flaherty, Director	Shelle Diehm, SHS Interim CFO via Teams	<u>Excused/Absent:</u>
Bob Ower, Director	Adam Conley, SHS CFO	Kelly McCabe, MCHD Attorney
Bill Thompson, Vice-Chairperson	Bill Stroop, community member	
Orly Lucero, Director (via Teams)		
<u>Counsel:</u>		
Keenen Lovett, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Changes to Agenda	No changes.		
Consent Agenda	March 13, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Sean Flaherty Second: Bob Ower Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	Shirley Jones, SHS Board Chair gave a Board Report: The SHS Finance Committee will be reviewing the 2023 Audit Report with		

	back to the board. Big issue on packet and PDF of packet. State thinks they may not be able to meet their standard.		
Foundation Report – Gala Pock	Ms. Pock reviewed the status of the EMS Equipment application, which requires approval by the SHS Board, and fully funded with Foundation fundraising efforts.		
Capital Infrastructure Committee Report – Bob Ower, Pipeline Assoc Report Cap Infrastructure Committee Meeting Update – Mr. Flaherty Owner’s Rep RFP Update Brandon Johnson	<p>Bob Ower reported on pipeline association meeting, which included the need to locate all pipes. The locate costs would be assessed to all members of the pipeline association, which is \$750/share. This will be due on 7/1/24. add funds to annual budget to include additional shares.</p> <p>Mr. Flaherty reviewed the Capital Infrastructure Committee meeting highlights. It is expected that work on the new roof will begin in May or June. Documentation from Mazzetti on Microgrid project is pending. The Committee will be going through the list of approved and completed items are re-prioritized and potentially, new items will be added.</p> <p>Mr. Johnson advised that numerous inquiries on the Owners Representative RFP for oversight of the Roof project, including 4 applications and possibly a 5th by the deadline on Monday. Mr. Johnson stated a special meeting needs to be called to have the Board review the applicants, recommending Monday, April 22nd at 6pm. All applicants live in the area. Once recommended is presented, will have them at special meeting in person on Monday for interview by Board.</p> <p>It was noted that the SHS Vendor Requirements will need to be made available for those candidates to ensure they’re able to meet them in order to be on-site as Owner’s Rep.</p>	<p>It was noted that the costs associated with the water shares should be added to the annual budget as a line item.</p> <p>It was moved and seconded to designate Mr. Dobry and Mr. Johnson review the applications with McCabe’s office and provide the short list recommended for the Board to interview in upcoming special meeting. MOTION: Robert Dobry SECOND: Gala Pock Motion carried.</p> <p>A special meeting was scheduled for Monday, April 22nd at 6pm in EMS Training Room. Refreshments and snacks will be provided.</p>	

	The board was advised that Fred DeWitt's celebration of life is scheduled for June 23rd at 2pm at the Elks Lodge.	MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	
Attorney Report	Mr. Lovett advised that the MCHD Board is not required to have a website as a Special Tax District, however, it is currently listed as a posting site for all meetings, as required.		
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place May 8, 2024.	The Board adjourned the meeting at 7:25 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Special Board Meeting
EMS Training Room; 1311 N Mildred Road
April 22, 2024

Present:

Also Present:

Brandon Johnson, Chairperson	Kelly McCabe, MCHD Attorney
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Ops Director
Gala Pock, Director	Travis Parker, SHS CHRO
Bob Ower, Director	
Gala Pock, Director	<u>Excused/Absent:</u>
Sean Flaherty, Director (via Teams)	Keenen Lovett, MCHD Attorney
Darrell Dennison, Owner's Rep Candidate	Bill Thompson, Vice Chairperson
Peter Rehn (CAPM), Owner's Rep Candidate	Orly Lucero, Board Member

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Board meeting was opened at 6:00pm		
Roll Call	Roll was called for the Board.		
Public Comment	None.		
Interview for Owners Rep Finalists for Roof Project	The board interviewed separately the two Owner's Representative candidate finalists.		
Executive Session		It was moved and seconded to enter executive session at 6:42pm referencing §24-6-402(4)(f) C.R.S., "personnel matters". MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	
Return to Regular Session	The Board resumed regular session at 6:54pm. No decisions or recommendations were made.		
Discussion of Candidates	The Board discussed the pros and cons of each candidate. Both were qualified and met parameters and requirements.	It was moved and seconded to select Peter Rehn with CAPM as Owner's Representative for the Roof project with CentiMark Corp.,	

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
		and authorize attorney to prepare a contract with CAPM/Mr. Rehn. MOTION: Robert Dobry SECOND: Bob Ower Motion carried anonymously.	
Adjournment		It was moved and seconded to adjourn at 7:05pm. Motion carried.	

Rob Dobry, MCHD Board Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
June 12, 2024

Present:

Brandon Johnson, Chairperson
Robert Dobry, Secretary/Treasurer
Gala Pock, Director
Sean Flaherty, Director
Bob Ower, Director
Orly Lucero, Director (via Teams)
<u>Counsel:</u>
Keenen Lovett, MCHD Attorney

Also Present:

Shirley Jones, SHS Chair
Rob Owens, SHS Plant Operations Dir
Joe Theine, SHS CEO (via Teams)
Peter Rehn, Owner's Rep for Roof Project (CAPM)
Adam Conley, SHS CFO

<u>Recorded by:</u>
Bridgett Jabour, Secretary
<u>Excused/Absent:</u>
Kelly McCabe, MCHD Attorney
Bill Thompson, Vice-Chairperson

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Changes to Agenda	Under Capital Infrastructure Committee Report, Mr. Johnson requested addition of discussion/potential action on Infrastructure and Facility Upgrade Summary and prioritization. Under Capital Infrastructure Committee Report, Mr. Ower requested addition of discussion/potential action regarding rodent control on PUD lots.	These items were added to the agenda as recommended.	
Consent Agenda	May 8, 2024 Regular Meeting Minutes Payment of Bills totaling \$48,864.50	It was moved and seconded to approve the consent agenda as presented. Motion: Robert Dobry Second: Bob Ower	

		Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	Shirley Jones, SHS Board Chair gave a Board Report: Ms. Jones advised that the board is working on board development education and governance as well as planning a strategic planning meeting this summer.		
SHS Operating Report – CEO Joe Theine	SHS CEO Joe Theine reviewed his on-screen presentation, along with the enclosed report. Provider recruiting has been largely successful and nursing retention is holding steady and vacancies are going down. He reviewed statistics, utilization statistics, etc. review of grant activity. Hospital week was a success. Great participation from the community in activities.		
SHS April 2024 Financial Report – CFO Adam Conley	<p>SHS CFO Adam Conley reviewed the April Financials.</p> <p>EBIDA For April is \$152K; Year to Date EBIDA is \$541K. Expenses are below budget. Days Cash on Hand with all reserves is 81 days for April.</p> <p>Mr. Conley stated days unbilled is going down but still higher than normal due to continued challenges with Change Healthcare. SHS is normally are around 4 days, we are now at 6-7 days. The 13-week cash projection, still difficult to project with certainty. Review of capital infrastructure funds.</p>		
Financial Report – Robert Dobry, Scty/Treasurer	Sales Tax Income received in May is \$185,261.22, year to date tax revenue is 109% of prior year.		
Discussion on Website with new Legislation	<p>Mr. Dobry submitted 2 grant applications. One with SIPA for \$4,920 for website design and hosting.</p> <p>Mr. Dobry received a grant from Colorado statewide internet authority. This is for 2 software licenses through Common</p>		

	Look that provides support to assist governmental entities to meet the requirements set.		
Possible DOLA Grant Funding	Mr. Theine advised that he has been in discussion with Patrick Rondinelli, Regional Director for DOLA regarding expenses related to engineering study for fuel storage. The Mazzetti Engineering quote to provide study is approximately \$18k, which Mr. Rondinelli recommended a letter to request funding.	It was moved and seconded to authorize MCHD Chair to sign administrative grant letter with DOLA in coordination with Mr. Theine. MOTION: Robert Dobry SECOND: Gala Pock Motion carried. Mr. Theine and Ms. Jabour will prepare letter.	
Owner's Representative Report – Peter Rehn, CAPM	Owner's Representative Peter Rehn advised that the roofing work is almost finished. The remaining work is the metal for the perimeter as well as change order adding the Walking system in areas of high traffic on roof. CentiMark team is working over 60 hours per week; 6 days per week. Change orders are being prepared; they have been approved by the Capital Infrastructure Committee as delegated.		
Cap Infrastructure Committee Meeting Update – Mr. Flaherty Infrastructure Upgrade Priority List – Brandon Johnson Rodent Control in PUD Lots – Bob Ower	MCHD Director Sean Flaherty advised that discussion continues on Microgrid. Mazzetti is in the estimating and pre planning phase. Change orders processing as described by Mr. Rehn above. Mr. Johnson reported that the Committee has reviewed completed items, added and reprioritized the items on the list of Facility Upgrades. The Committee recommends Board approval (handout provided). Bob Ower reported that he had received requests from neighbors to PUD lot to provide rodent control and weed control. Discussion on PUD lots and education on usage limitations.	It was moved and seconded to add the proposed projects to infrastructure and prioritize as recommended by Capital Infrastructure Committee. MOTION: Robert Dobry SECOND: Bob Ower Motion carried. It was moved and seconded to approve expenditure for rodent control and mowing weed spraying on PUD lots up to \$2k, delegated to Mr. Ower to contract and coordinate for MCHD MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	Mr. Ower

Foundation Report – Gala Pock	Nothing new to report.	Ms. Jabour will forward the instructions to have a portion of spending at City Market send to SWMH Foundation to MCHD Board.	Ms. Jabour
Attorney Report	Further discussion regarding PUD Lots. No changes requested or proposed at this time beyond the rodent and weed control noted above.		
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place July 10, 2024.	The Board adjourned the meeting at 7:20 pm. MOTION: Brandon Johnson SECOND: Sean Flaherty Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
July 10, 2024

Present:

Also Present:

Brandon Johnson, Chairperson	Shirley Jones, SHS Chair	<u>Recorded by:</u>
Bill Thompson, Vice-Chairperson	Rob Owens, SHS Plant Operations Dir	Bridgett Jabour, Secretary
Robert Dobry, Secretary/Treasurer	Chuck Krupa, IS Dir / CIO	
Gala Pock, Director	Peter Rehn, Owner's Rep (CAPM) via Teams	<u>Excused/Absent:</u>
Sean Flaherty, Director	Adam Conley, SHS CFO	Kelly McCabe, MCHD Attorney
Bob Ower, Director		Orly Lucero, Director (via Teams)
		Joe Theine, SHS CEO (via Teams)
<u>Counsel:</u>		
Keenen Lovett, MCHD Attorney		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Changes to Agenda	None.		
Consent Agenda	June 12, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Robert Dobry Second: Sean Flaherty Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	Shirley Jones, SHS Board Chair gave a Board Report: Ms. Jones advised that the board is working on board development		

<p>SHS Operating Report – CIO Chuck Krupa</p> <p>SHS May 2024 Financial Report – CFO Adam Conley</p>	<p>education and governance as well as planning a strategic planning meeting this summer.</p> <p>CIO Chuck Krupa reviewed the Operating Report slideshow in addition to enclosed report, including updates on recruitment of providers, RN retention levels, employee of the month, grant funding status, capital expenditures and other markers.</p> <p>SHS CFO Adam Conley reviewed the May Financials. Utilization was down for May in most areas, except for Diagnostic Imaging and a few other areas. EBIDA For May \$447k; Year to Date EBIDA is \$2.609k. Expenses are below budget. Days Cash on Hand with all reserves is 84 days for May. Days cash includes prefunding for roofing project which has not been paid out as we await final invoicing from Centimark.</p> <p>Mr. Conley stated days unbilled has fully normalized since the Change Healthcare cyberattack. Review of capital infrastructure funds.</p>		
<p>Financial Report – Robert Dobry, Scty/Treasurer</p>	<p>Sales Tax Income received in June is not fully reported, this info will be available later in the week. Numbers continue to exceed prior year of the same month.</p> <p>Mr. Dobry advised that software to meet new accessibility for websites has been downloaded. Mr. Dobry will work with Ms. Jabour to see how it works and how the agendas need to be amended to meet the requirements.</p>		
<p>Owner's Representative Report – Peter Rehn, CAPM</p>	<p>Owner's Representative Peter Rehn advised that the roofing work is complete. The only remaining task is for City Permit approval from Sean Canada, which is scheduled for next week. Mr. Rehn thanked the board and expressed interest in bidding future work should an owner's rep be needed.</p>	<p>The board thanked Mr. Rehn for his work on the project.</p>	

Cap Infrastructure Committee Meeting Update – Mr. Flaherty	MCHD Director Sean Flaherty advised that discussion continues on Microgrid. Work complete on roofing, just awaiting City of Cortez finalized approval of completed work. The Committee walked the roof at their meeting this morning.		
Foundation Report – Gala Pock	Nothing new to report.		
Attorney Report	Nothing to report.		
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place August 14, 2024.	The Board adjourned the meeting at 7:18 pm. MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

**Montezuma County Hospital District Regular Board Meeting
EMS Training Room
August 14, 2024**

Present:

Also Present:

Brandon Johnson, Chairperson	Rob Owens, SHS Plant Operations Dir	<u>Recorded by:</u>
Bill Thompson, Vice-Chairperson	Joe Theine, CEO	Bridgett Jabour, Secretary
Robert Dobry, Secretary/Treasurer	Peter Rehn, Owner's Rep (CAPM) via Teams	
Gala Pock, Director	Adam Conley, SHS CFO	<u>Excused/Absent:</u>
Sean Flaherty, Director	George Augustini, Mazzetti	Shirley Jones, SHS Board Chair
Bob Ower, Director	Sakis Asteriadis, FA with Mazzetti	<u>Counsel:</u>
Orly Lucero, Director (via Teams)		Kelly McCabe, MCHD Attorney

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Changes to Agenda	Addition of bills for grounds maintenance previously approved added to Finance Report. Addition of letter of support for SWMH Foundation	It was moved and seconded to approve the additions to the agenda. MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.	
Consent Agenda	July 10, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda as presented. Motion: Robert Dobry Second: Sean Flaherty Motion carried.	

Cap Infrastructure Committee Meeting Update – Mr. Flaherty / Mr. Johnson	<p>George Augustini with Mazzetti & Assoc. presented the updated Microgrid Concept. Mazzetti & Associates Financial Advisor Sakis Asteriadis reviewed the options, including available grant funding and when it is applied/paid towards the project.</p> <p>Mr. Johnson provided a handout from Capital Infrastructure Committee recommending the addition of a project to the project list from which Capital Infrastructure funds can be utilized.</p>	<p>It was moved and seconded to approve the addition of the 2nd Floor Sewer replacement.</p> <p>MOTION: Sean Flaherty SECOND: Robert Dobry Motion carried.</p>	
Foundation Report – Gala Pock	<p>Mr. Dobry presented the Letter of Support for SWMH Foundation to continue as a Colorado Enterprise Zone program, providing tax credits to the donor.</p>	<p>It was moved and seconded to approve the Letter of Support as presented.</p> <p>MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.</p>	
Attorney Report	<p>Nothing to report.</p>		
Executive Session	<p>There was no board action to adjourn to executive session.</p>		
Adjournment	<p>Next meeting to take place September 11, 2024.</p>	<p>The Board adjourned the meeting at 7:35 pm.</p> <p>MOTION: Robert Dobry SECOND: Bob Ower Motion carried.</p>	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

SOUTHWEST HEALTH SYSTEM, INC.
BOARD OF DIRECTORS MINUTES
August 28, 2024
KIVA Room – 5:30pm

Quorum:

Shirley Jones, Chairperson	<u>Ex Officio:</u>	Chuck Krupa, IS Director / PIO
Susan Hodgdon, Vice-Chair (Teams)	Joe Theine, CEO	Bridgett Jabour, Board Secretary
Dan Valverde, Scty/Treas	Randy Davidson, MD Chief of Staff	Beth Kim, CHC VP Rev Integ
Jim Rogers, Director		Lisa Gates, CNO
Eric Croke, Director	<u>Also in Attendance:</u>	
Jay Wood, Director	Caitlin DeCrow, Compliance Mgr. (Teams)	
	Adam Conley, SHS CFO	<u>Excused:</u>
	Judy McClain, CHC VP Finance	Evelyn Quigley, Director
	Brandon Johnson, MCHD Board Chair	Travis Parker, CHRO

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	SHS Chairperson Shirley Jones called the meeting to order at 5:30pm.		
Approval of Agenda	No change to agenda.	It was moved and seconded to approve the agenda as presented. MOTION: Dan Valverde SECOND: Susan Hodgdon Motion carried.	
Public Comment	No public comment.		
CHC Board Education – Beth Kim VP Rev Integ	CHC VP Beth Kim reviewed the enclosed Beth Kim reviewed the enclosed Price Transparency Update Reviewed what has already been implemented as well as the 2025 requirements. Review of audit and enforcement statistics by CMS. The 2025 requirements are very specific and will require significant work by each hospital to meet. Vendors will have to do to meet these data requirements.		
MCHD Report	MCHD Chair Brandon Johnson Foundation event was nice. CPA retiring, putting out an RFP for a new accountant.		

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
CHC Report	Judi McLain, VP Finance – Michael was not able to come, but provided CHC report. Mock survey rescheduled for Oct 2 nd , review schedule for DNV annual survey visits expected in November and December.		
Quality Report	Ms. Gates reviewed the enclosed Quality Report. All sections reviewed, including inpatient, outpatient, readmission and hospital-acquired conditions. Overall scorecard data showing favorable results.		
Finance Report	Secretary/Treasurer Dan Valverde provided an overview of the items discussed in Finance Committee. SHS CFO Adam Conley reported on the July Financials, including that July had good volumes in most areas. Reviewed all enclosed reports. Days cash on hand is 90 days.		
Capital Infrastructure Committee Report	Eric Croke reported that DOLA Regional Director Patrick Rondinelli attended the meeting and also got a tour of the facility. Item in consent agenda recommendation, has addition of 2 nd floor sewer infrastructure to the capital infrastructure list reviewed by Mr. Croke.		
Nominating Committee Report	Dan Valverde reported on progress being made by Nominating Committee towards recommending a new community member to replace Mary Dodd who intends to apply for an open board seat. Following a review process, the Committee recommends the Board of Directors nominate Nancy Schaufele to the Nominating Committee as the Community Member representative, included in consent agenda.		
Strategic Planning Report, Joe Theine, CEO	Mr. Theine reviewed his dashboard report showing recruitment, retention, volumes, employee appreciation.		
Consent Agenda	The board reviewed the enclosed consent agenda.	It was moved and seconded to approve the consent agenda with all enclosed action as presented: June 26, 2024 Regular Meeting Minutes July 2024 Financials Surgical Direct Contract CHC Invoices – July MOTION: Jay Wood SECOND: Eric Croke Motion carried. It was moved and seconded to approve Resolution 2024-07 as presented. Ms. Jones	

Agenda Item/Topic	Findings and Discussions			Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
				abstained from the vote. MOTION: Susan Hodgdon SECOND: Jay Wood Motion carried. It was moved and seconded to approve Resolution 2024-08 as presented. MOTION: Susan Hodgdon SECOND: Jay Wood Motion carried. It was moved and seconded to appoint Nancy Schaufele to Nominating Committee as recommended by the Nominating Committee. MOTION: Dan Valverde SECOND: Susan Hodgdon Motion carried.	
Adjourn to Executive Session				The Board began to Executive Session at 6:33pm.	
Return to Regular Session				The Board returned to Regular Session at 8:55 pm.	
Action Items	MEC Recommendations			It was moved and seconded to approve the Executive Session minutes. Motion carried. It was moved and seconded to approve the MEC Recommendations as presented and recommended by the Medical Executive Committee MOTION: Jim Rogers SECOND: Eric Croke Motion carried. It was moved and seconded to approve the Employment Agreement as recommended. MOTION: Susan Hodgdon SECOND: Jay Wood Motion carried.	
	Background	Name			
	FPPE / OPPE	Daniel Mower, CRNA Chris Jetter, DPM	Completed		
	Policies	Pharmacy Policy			
	Resignations	J. Lane Shepard, PA Todd Winkler, MD			
	Slate of Contracts: Justin Grisham, DO PRN Employment Agreement				

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Adjourn Regular Meeting		The meeting was adjourned at 8:56pm.	

Respectfully submitted:

Shirley Jones, Chairperson

Dan Valverde, Secretary/Treasurer

**Montezuma County Hospital District Regular Board Meeting
EMS Training Room
September 11, 2024**

Present:

Also Present:

Brandon Johnson, Chairperson	Rob Owens, SHS Plant Operations Dir	<u>Recorded by:</u>
Bill Thompson, Vice-Chairperson	Joe Theine, CEO	Bridgett Jabour, Secretary
Bob Ower, Director	Adam Conley, SHS CFO	
Orly Lucero, Director (via Teams)	Shirley Jones, SHS Chair	<u>Excused/Absent:</u>
Sean Flaherty, Director		Robert Dobry, Secretary/Treasurer
	<u>Counsel:</u>	Gala Pock, Director
	Keenen Lovett, MCHD Attorney	

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:01 pm.		
Roll Call	Roll was called for the Board by Brandon Johnson, Chair for MCHD Board.		
Public Comment	None.		
Changes to Agenda	Addition of bill from Mazzetti Engineering for microgrid project to consent agenda for \$1,258.75.	It was moved and seconded to approve the additions to the agenda. MOTION: Sean Flaherty SECOND: Bill Thompson Motion carried.	
Consent Agenda	August 14, 2024 Regular Meeting Minutes Payment of Bills, including Mazzetti Engineering	It was moved and seconded to approve the consent agenda as presented. Motion: Sean Flaherty Second: Bob Ower Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			

SHS Board Report	SHS Chairperson Shirley Jones advised that the Board has reviewed the first draft of the strategic plan and expect to have some final revisions in the next few months. The SHS Board is working with the Nominating Committee to replace 3 board members beginning in January of 2025.		
SHS Operating Report – CEO Joe Theine	<p>CEO Joe Theine reviewed the Operating Report slideshow in addition to enclosed report, including updates on recruitment of providers, RN retention levels, employee of the month, grant funding status, capital expenditures and other markers.</p> <p>The addition of Dr. Viquez, MD, FPOB will be serving at the Mancos Clinic adding Fridays to the schedule, so the clinic will be open 5 days per week beginning in November. Mr. Theine advised that the Town of Mancos has agreed to assist with funding for electrical expense to hook up generators at both the Mancos clinic as well as the EMS building.</p>	After discussion, it was agreed Mr. Theine will provide a formal proposal of funding request from MCHD for remaining expense to hook up generators at both the EMS garage location as well as the Mancos clinic and Southwest Walk-In for the next board meeting.	Mr. Theine
SHS July 2024 Financial Report – CFO Adam Conley	SHS CFO Adam Conley reviewed the June Financials. Days Cash on Hand with all reserves is 90 days for July. The final payment for the roof project was completed in early August, so this will show in the next month's report.		
Financial Report – Brandon Johnson	All reports had not been received for sales tax receipts; these will be reported in full next month.		
Cap Infrastructure Committee Meeting Update – Mr. Flaherty / Mr. Johnson	<p>The Capital Infrastructure Committee met and has determined three additional projects should be added to the Infrastructure priority list as follows:</p> <ol style="list-style-type: none"> 1) 2nd floor electric upgrade 2) New and upgraded video security systems; there is a possibility homeland security grant funding might be available to assist with cost. 3) OR Reverse Osmosis water filtration system reaching/has reached end of life. 	It was moved and seconded to approve the addition of the three items listed to the Capital Infrastructure Priority List. MOTION: Sean Flaherty	

	The inpatient pharmacy has experienced flooding in the new patient wing. The work is under warranty with Nunn Construction still, who has acknowledged the responsibility and is already working to coordinate repairs.	SECOND: Bill Thompson Motion carried. MCHD Attorney Keenen Lovett is preparing correspondence to ensure contract/warranty compliance to Nunn.	
Foundation Report	Mr. Theine advised that the Foundation is holding a fundraiser at the Wild Edge on October 4 th . More information and invitations to follow.		
Attorney Report	Mr. Lovett reviewed the enclosed RFP with the Board. The RFP will close on October 9 th . It will be posted as required by law. After discussion, a Special Meeting will be held on Wednesday, October 16 th at 6pm in the EMS Training Room.	It was moved and seconded to approve the draft RFP with the edits discussed. MOTION: Sean Flaherty SECOND: Bob Ower Motion carried. Ms. Jabour will order food and post as required.	Ms. Jabour
Executive Session	There was no board action to adjourn to executive session.		
Adjournment	Next meeting to take place October 9, 2024.	The Board adjourned the meeting at 7:18 pm. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Regular Board Meeting
EMS Training Room
October 9, 2024

Present:

Brandon Johnson, Chairperson
Bill Thompson, Vice-Chairperson
Robert Dobry, Secretary/Treasurer
Bob Ower, Director
Orly Lucero, Director (via Teams)
Sean Flaherty, Director
Gala Pock, Director

Also Present:

Rob Owens, SHS Plant Operations Dir
Joe Theine, CEO
Adam Conley, SHS CFO
Shirley Jones, SHS Chair
<u>Counsel:</u>
Kelly McCabe, MCHD Attorney

<u>Recorded by:</u>
Bridgett Jabour, Secretary
<u>Excused/Absent:</u>

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:01 pm.		
Roll Call	Roll was called for the Board by Brandon Johnson, Chair for MCHD Board.		
Public Comment	None.		
Consent Agenda	September 11, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda with correction to totals as noted. Motion: Robert Dobry Second: Bob Ower Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	SHS Chairperson Shirley Jones advised that the Board has reviewed the first draft of the strategic plan and expect to have some final revisions in the next few months. The SHS Board Nominating Committee will be interviewing 6 applicants for 3 open board seats on October 14 th and 21 st .		

SHS Operating Report – CEO Joe Theine	CEO Joe Theine reviewed the Operating Report slideshow in addition to enclosed report, including updates on recruitment of providers, RN retention levels, employee of the month, grant funding status, capital expenditures and other markers. Work continues on an updated Medical Staff Development Plan due in early 2025 as well as finalizing this year’s recruitment efforts.		
SHS August 2024 Financial Report – CFO Adam Conley	SHS CFO Adam Conley reviewed the August Financials enclosed. EBIDA Year to date is 5.73M; \$1.578M for the month of August. 99 days cash on hand for August.		
August & September Financial Report – Robert Dobry	Secretary/Treasurer Robert Dobry reviewed the August and September Financials with the board. Sales tax received from the state in the month of October is \$203,506.17, 103% of receipts received in October of 2023.		
2025 Budget Draft Reviewed.	The Board discussed the different options to account for potential expenditures for an owner’s representative and different options to retain. 2025 County property tax income is anticipated to decrease.	It was noted that the lease income should be increased in the budget by \$25,560 for 2025. Mr. Dobry will update with Accountant the items discussed.	Mr. Dobry
Cap Infrastructure Committee Meeting Update – Mr. Flaherty / Mr. Johnson	The Capital Infrastructure Committee met and has determined three additional projects should be added to the Infrastructure priority list as follows: <ol style="list-style-type: none"> 1) Addition of four compressor replacements for RTU-2 instead of a whole new roof top unit (RTU) due to lead time at an approximate cost of \$10,000 for each unit as described (handout). Work on already-approved projects, such as Reverse Osmosis replacement in the Operating Room as well as Rooftop electrical replacement bids are underway. George Augustini with Mazzetti Engineering will provide an update at the next board meeting.	It was moved and seconded to approve the addition of the two items listed to the Capital Infrastructure Priority List. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	

Attorney Report	RFP for accounting resulted in one respondent that will be interviewed at the special meeting on October 16 th .		
Foundation Report	Fundraiser at Wild Edge was successful. Two physicians, Drs. Anderson and Mullen provided live music. The fundraiser was to expand prenatal care at the Mancos clinic with the purchase of an ultrasound machine. A final report of the amount raised has not been released.		
Executive Session		It was moved and seconded to adjourn to executive session at 7:37pm citing §24-6-402(4)(b) C.R.S., “conferences with an attorney for the district for the purpose of receiving legal advice on specific legal questions. MOTION: Sean Flaherty SECOND: Robert Dobry Motion carried.	
Return to regular session	No decisions were made in executive session.	The board returned to regular session at 8:55pm	
Adjournment	Next meeting to take place November 13, 2024.	It was moved and seconded to adjourn the meeting at 8:55pm. Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

Montezuma County Hospital District Special Board Meeting
EMS Training Room; 1311 N Mildred Road
October 16, 2024

Present:

Brandon Johnson, Chairperson	<u>Also Present:</u> Kelly McCabe, MCHD Attorney
Robert Dobry, Secretary/Treasurer	Rob Owens, SHS Plant Ops Director
Gala Pock, Director	Adam Conley, SHS CFO (via Teams)
Gala Pock, Director	<u>Excused/Absent:</u>
Sean Flaherty, Director (via Teams)	Keenen Lovett, MCHD Attorney
Davis Walston, CPA Candidate	Bill Thompson, Vice Chairperson
	Bob Ower, Board Member

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Board meeting was opened at 6:00pm		
Roll Call	Roll was called for the Board.		
Public Comment	None.		
Interview for Accounting/CPA Candidate	The Board conducted the interview with David Walston, CPA, Accounting Candidate. Once Mr. Walston was excused, the board discussed his qualifications, rates, and estimates for monthly accounting expenses. His governmental accounting background and understanding of MCHD's accounting needs were highlighted as a good fit for MCHD.	It was moved and seconded to select Walston Bookkeeping to provide bookkeeping and accounting services for Montezuma County Hospital District. MOTION: Robert Dobry SECOND: Gala Pock Motion carried. Vote was unanimous.	
Adjournment		It was moved and seconded to adjourn at 6:24 pm. MOTION: Sean Flaherty SECOND: Robert Dobry Motion carried.	

Rob Dobry, MCHD Board Secretary/Treasurer

**Montezuma County Hospital District Regular Board Meeting
EMS Training Room
November 13, 2024**

Present:

Also Present:

Brandon Johnson, Chairperson	Rob Owens, SHS Plant Operations Dir	<u>Recorded by:</u>
Bill Thompson, Vice-Chairperson	Joe Theine, CEO	Bridgett Jabour, Secretary
Robert Dobry, Secretary/Treasurer	Adam Conley, SHS CFO	
Bob Ower, Director	Shirley Jones, SHS Chair	<u>Excused/Absent:</u>
Orly Lucero, Director (via Teams)		
Sean Flaherty, Director	<u>Counsel:</u>	
Gala Pock, Director	Kelly McCabe, MCHD Attorney	

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Public Comment	None.		
Consent Agenda	October 9, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda with correction to totals as noted. Motion: Sean Flaherty Second: Bill Thompson Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	SHS Chairperson Shirley Jones advised that the Board appointed 3 new board members that will start their terms January 1, 2025, keeping the board number count to 7. CEO Joe Theine reviewed the Operating Report slideshow in addition to a slideshow report, including updates on		

SHS Operating Report – CEO Joe Theine	recruitment of providers, RN retention levels, employee of the month, grant funding status, capital expenditures and other markers. Mr. Theine advised that discussions and contracting are underway with Montrose Memorial for a fulltime cardiologist to practice in Cortez.		
SHS September 2024 Financial Report – CFO Adam Conley	SHS CFO Adam Conley reviewed the September Financials enclosed. EBIDA year to date is \$6.7m, over budget by \$2m.		
August & September Financial Report – Robert Dobry	Secretary/Treasurer Robert Dobry advised that he has asked the new Accounting firm Walston to prepare the October and November Financials. In addition, Mr. Dobry provided an invoice for Heidi Trainor, PC to pay the final outstanding invoice for her services.	It was moved and seconded to approve paying the invoice to Heidi Trainor for \$3,100.00 as presented. MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.	Mr. Dobry
2025 Budget Draft Reviewed.	The 2025 Budget was presented to the Board.	It was moved and seconded to approve the first reading of the budget with revenues at \$2,657,560 and expenses at \$2,526,014. There was no public comment.	
Capital Infrastructure Committee Report Microgrid Design Final Report Microgrid DOLA Application / Delegation to Apply for Microgrid Community Resilience Grant	Mazzetti Engineer George Augustini reviewed a powerpoint showing the different microgrid options, of which, the Option 2, with solar array totaling \$10m would allow for islanding of hospital operations. Pricing estimates, grant funding availability and phasing opportunities were discussed. While the other options would replace the obsolete generator as secondary backup for emergency electrical power, Option 2, with grant funding and Inflation Reduction Act rebates of 40% of the project could make the cost viable. Option 2 costs break even in 10 year conservatively based on projections prepared by Mazzetti. Solar system life expectancy is 35 years and battery system life is 20-25 years.	Following the presentation and discussion, there was board consensus to pursue grant funding through DOLA for Microgrid Community Resilience Grant with the primary option being Option 2 allowing for eventual islanding. It was moved and seconded to approve Brandon Johnson to sign the letter of commitment on behalf of Montezuma County Hospital District and apply for the grant as described. MOTION: Robert Dobry	

<p>Cap Infrastructure Committee Meeting Update – Mr. Flaherty / Mr. Johnson</p>	<p>Should the Board wish to move forward, a development partner is recommended, which would guide the process for configuration, cost estimates and prepares financial and funding models and assists with grant applications. The Microgrid for Community Resilience grant is due December 4th and provides a 50% match for battery and microgrid controller, which would be the first portion of the project to have funded. Ms. Jabour will be working with Region 9 grant writer and Mr. Augustini to prepare. Should the Board be interested in utilizing Mazzetti Engineering as their development partner, the estimated cost is \$80-120K.</p> <p>The Capital Infrastructure Committee update is recommendation for the MCHD Board to approve funding for remainder of generator hookup costs for Walk-In, Mancos Clinic and the EMS station in Mancos: Half of the costs for the generator hookup for the Mancos Clinic and the EMS station have been committed by the Town of Mancos.</p>	<p>SECOND: Gala Pock Motion carried.</p> <p>It was requested that the scope of work for the feasibility from Mazzetti Engineering be prepared and presented at the next board meeting.</p> <p>It was moved and seconded to approve the payment for the remaining costs to hook up the generators at Mancos Valley Health Center and Southwest Walk-In Care. MOTION: Sean Flaherty SECOND: Robert Dobry Motion carried.</p>	<p>Mr. Augustini / Mazzetti</p>
<p>Foundation Report</p>	<p>Ms. Pock gave an updated report on foundation fundraising efforts. Mr. Theine added that the current numbers are over \$79k for the \$80k needed to open prenatal care in Mancos.</p>		
<p>Attorney Report</p>	<p>Mr. McCabe advised that the new Senate Bill 2433 effective January 1, 2025 would not affect MCHD greatly. Mr. McCabe also advised that there have been issues with Nunn Construction refusing warranty claim. The cost is approximately \$7,000 in repairs.</p>	<p>Mr. Johnson will report updates to the board through Keenen Lovett and Kelly McCabe.</p>	
<p>Executive Session</p>		<p>It was moved and seconded to adjourn to executive session at 7:28pm citing both §24-6-402(4)(a) C.R.S., “the purchase, acquisition, lease, transfer or sale of any property interest” and, §24-6-402(4)(b) C.R.S., “conferences with an attorney for the district for the</p>	

		purpose of receiving legal advice on liability concerns. MOTION: Robert Dobry SECOND: Bob Ower Motion carried.	
Return to regular session	No decisions were made in executive session.	The board returned to regular session at 8:55pm	
Adjournment	Next meeting to take place November 13, 2024.	It was moved and seconded to adjourn the meeting at 8:55pm. Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer

**Montezuma County Hospital District Regular Board Meeting
EMS Training Room
December 11, 2024**

Present:

Also Present:

Brandon Johnson, Chairperson	Rob Owens, SHS Plant Operations Dir	<u>Recorded by:</u>
Bill Thompson, Vice-Chairperson	Joe Theine, CEO	Bridgett Jabour, Secretary
Robert Dobry, Secretary/Treasurer	Jan Gardner, Owner of Beehive Memory Care	
Bob Ower, Director	Shirley Jones, SHS Chair	<u>Excused/Absent:</u>
Sean Flaherty, Director	Scott Anderson, Community Member/Paramedic	Orly Lucero, Director
	<u>Counsel:</u>	
	Keenen Lovett, MCHD Attorney	

Agenda Item/Topic	Findings and Discussions	Conclusions, Recommendations, Actions, and/or Motions	Follow-up Responsible Party
Call to order	MCHD Chair Brandon Johnson called the meeting to order at 6:00 pm.		
Roll Call	Roll was called for the Board by Robert Dobry, Scty/Treas for MCHD Board.		
Letter of Resignation	Mr. Johnson read the letter of resignation received from Gala Pock on November 20 th , resigning from the MCHD Board immediately.		
Public Comment	<p>Jan Gardner of Beehive Memory Care built on one of the PUD lots states that due to new state recommendations of food reserves, is looking to place a storage building in the parking lot. Due to the PUD requirements, Ms. Gardner needs MCHD approval in order to add to the parking lot as proposed.</p> <p>Mr. Scott Anderson introduced himself to the Board. Mr. Anderson also emailed a letter of interest in joining the MCHD Board. Mr. Anderson has lived in the community for 20+ years in Fire & EMS.</p>	<p>Mr. Lovett will review and will return at the next meeting with a recommendation.</p> <p>Mr. Johnson thanked Mr. Anderson for his letter and interest. Mr. Lovett discussed the open seat and explained the process.</p>	Mr. Lovett

Consent Agenda	November 13, 2024 Regular Meeting Minutes Payment of Bills	It was moved and seconded to approve the consent agenda with correction to minutes as described. Motion: Robert Dobry Second: Sean Flaherty Motion carried.	
<u>REPORTS and ACTION ITEMS</u>			
SHS Board Report	SHS Chairperson Shirley Jones advised that the three new board members will be doing their board orientation on December 10 th and the MCHD Board members are invited to join them for the tour of the facility at 10am.		
SHS Operating Report – CEO Joe Theine	Mr. Theine provided an updated report to the Board including advising that the SWMH Foundation was reapproved as an EZ Project.		
Financial Report – Robert Dobry	Secretary/Treasurer Robert Dobry advised he is awaiting the monthly financial reports from the new Accounting firm Walston, but are not completed yet. Mr. Dobry reviewed the sales tax revenue received this month: \$200,936.96. Year-to-date total is \$2,206,348.01, which is a 2.3% increase over 2023.	It was moved and seconded to approve paying the invoice to Heidi Trainor for \$3,100.00 as presented. MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.	Mr. Dobry
2025 Budget Final Draft	The 2025 Budget was presented to the Board.	It was moved and seconded to approve the 2025 Budget Resolution(s) firstly 1) the 2025 Budget Resolution to adopt as presented. MOTION: Bob Ower SECOND: Robert Dobry Motion carried. 2) the 2025 Budget Resolution to appropriate funds for 2025 as presented. MOTION: Robert Dobry SECOND: Bob Ower	

<p>Walk-In Clinic Lease</p>	<p>Mr. Dobry also presented a bill for Mazzetti Engineering that totals \$4,050 as presented.</p> <p>Mr. Johnson was contacted by CFO Adam Conley regarding the Walk-In Clinic Lease. SHS accrued rents due for the fiscal year of 2023 before the current lease was signed, anticipating rents due prior, which were not required. The auditors for SHS are requiring MCHD to affirm through minutes that SHS does not owe MCHD for rents from 2023 so they can be taken off the books.</p>	<p>Motion carried.</p> <p>3) 2025 Budget Resolution to set the mill levy for 2025 budget year as presented.</p> <p>MOTION: Robert Dobry SECOND: Bob Ower Motion carried.</p> <p>It was moved and seconded to approve the bill for Mazzetti Engineering of \$4,050 as presented.</p> <p>MOTION: Robert Dobry SECOND: Bob Ower Motion carried.</p> <p>It was moved and seconded to confirm that SHS owes no balance on the rents for the Walk-In Clinic lease. SHS is current on all lease payments when lease was executed in early 2024.</p> <p>MOTION: Sean Flaherty SECOND: Robert Dobry Motion carried.</p>	
<p>Capital Infrastructure Committee Report</p>	<p>Ms. Jabour submitted the grant on December 4th for the Microgrid project, 50% match of \$3.2 million. Grant awardees will be notified in Spring of 2025.</p> <p>Mr. Flaherty advised the status of the Inpatient Pharmacy leak. Nunn Construction's proposed resolution to the issue is not acceptable. The elevation needs to be changed in order to truly fix the problem causing the leak.</p> <p>Mr. Flaherty advised that the Reverse Osmosis system is being installed on December 19th. The south campus HVAC system work proposals were approved by the Capital Infrastructure committee. Four RTU compressors have been ordered. Two have been delivered. On a day with good</p>	<p>It was moved and seconded to direct Mr. Lovett to draft communication to Nunn Construction to reject their proposal of a roof scuffer and return to the original fix which included a correction to the elevation and have Mr. Johnson sign on behalf of the board.</p> <p>MOTION: Robert Dobry SECOND: Sean Flaherty Motion carried.</p>	<p>Mr. Lovett</p>

	<p>weather, the compressors will be lifted on the roof with a crane.</p> <p>The board discussed with SHS CEO Joe Thiene the need for an improved facility plan with a better idea of the current infrastructure status of systems prior to the annual MCHD meeting in May of 2025. SHS is required to provide a one year, five year and ten-year facility plan. Mr. Theine intends to work with Mazzetti Engineering to prepare an updated facility report. The last major report was prepared in 2018.</p>		
Foundation Report	Mr. Ower attended the SWMH Foundation meeting as an MCHD representative. With the resignation of Ms. Pock, the representative from MCHD needs to be appointed.	<p>It was moved and seconded to appoint Bob Ower as MCHD representative to SWMH Foundation board.</p> <p>MOTION: Robert Dobry</p> <p>SECOND: Sean Flaherty</p> <p>Motion carried.</p>	
Attorney Report	<p>Mr. Lovett reviewed the current roster and terms of office. There will be 5 board vacancies in May. Mr. Lovett reviewed the self-nominating process and what will require an election. Mr. Thompson advised he will not be continuing past May on the district board.</p> <p>Mr. Lovett advised that an election official would need to be appointed.</p>	<p>It was moved and seconded to appoint Keenen Lovett as the District election official for 2025 election process.</p> <p>MOTION: Robert Dobry</p> <p>SECOND: Sean Flaherty</p> <p>Motion carried.</p>	
Optional Board Member Report/Discussion	Mr. Johnson advised that this will remain on the agenda so that board members may have the opportunity to report or discuss an item of concern.		
Executive Session	The board entered executive session at 7:04pm.	<p>It was moved and seconded to adjourn to executive session at 7:28pm citing both §24-6-402(4)(a) C.R.S,</p> <p>“conferences with an attorney for the district for the purpose of receiving legal advice on liability concerns.</p> <p>MOTION: Robert Dobry</p> <p>SECOND: Sean Flaherty</p> <p>Motion carried.</p>	

Return to regular session	No decisions were made in executive session.	The board returned to regular session at ???pm	
Adjournment	Next meeting to take place January 8, 2025.	It was moved and seconded to adjourn the meeting at ???pm. Motion carried.	

Bridgett Jabour, MCHD Secretary

Robert Dobry, Secretary/Treasurer