

SOUTHWEST HEALTH SYSTEM, INC.
BOARD OF DIRECTORS MINUTES
February 26, 2025
KIVA Room – 5:30pm

Quorum:

Shirley Jones, Chairperson	<u>Also in Attendance:</u>	Bridgett Jabour, Board Secretary
Jay Wood, Scty/Treas	Caitlin DeCrow, Compliance Mgr. (Teams)	Leah Wright, Sr. Exec Asst.; Medical Staff Svcs.
Eric Croke, Vice Chair	Adam Conley, SHS CFO	
David Dull, Director	Joe Thomason, SVP Operations CHC	<u>Excused:</u>
Margi Strangl, Director	Lisa Gates, CNO	Randy Davidson, MD Chief of Staff
Mary Dodd, Director	Jeff Tieman, CEO of Colo Hosp Assoc	Brandon Johnson, MCHD Chair
Jim Rogers, Director	Maddie Wright, Quality Director	
<u>Ex Officio Members:</u>	Chuck Krupa, IS Director / PIO	
Joe Theine, CEO	Shelby & Roberta Smith (Mission Moment)	

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 5:28pm.		
Approval of Agenda / Conflicts of Interest	No conflicts were identified.	It was moved and seconded to approve the agenda as presented. MOTION: David Dull SECOND: Eric Croke Motion carried.	
Public Comment	None		
Board Packet Overview	SHS CEO Joe Theine reviewed the Board resources available on the board page, as well as an overview of the enclosed board packet.	Mr. Theine requested feedback from any Board member on the new format and information should there be any concerns or questions.	
Colorado Hospital Association 2025 Legislative Overview	CEO of the Colorado Hospital Association Jeff Tieman gave a report on the items currently pending legislative review in the state of Colorado as well as nationally.		
Quality Report	SHS CNO Lisa Gates reviewed the enclosed report of quality data through end of year 2024 and January 2025. Continued improvements with all goals being measured and the three below the goal were within 10% of the meeting goal.		
Finance Committee Report	Mr. Wood and Mr. Conley reviewed the enclosed report highlighting Gross Patient Revenue at 6 month high.		

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	Days cash on hand at 101 days for January 2025. January earnings don't include any one-time items that skew the higher performance. \$3.2m available for capital infrastructure. New graphs report gives an easy view of performance comparison over the previous 12 months.		
MCHD Report	Enclosed report provided. Mr. Croke provided additional information regarding the leak repair at the inpatient pharmacy.		
CHC Report	CHC SVP Joe Thomason reviewed the enclosed report. There was discussion regarding the potential change to federal match for Medicaid beneficiaries and how this could affect revenues under a new federal budget. The board discussed the opportunity to prepare a letter to house and senate representatives on how this could impact rural healthcare in their districts.		
Capital Infrastructure Committee Report	SHS Vice Chair Eric Croke provided a written report and added that the prioritized list of repairs and maintenance continue to be moving forward as the backlog is worked through and repaired in a prioritized manner.		
Provider Recruitment Contracting and Retention Committee	An enclosed report was provided. The board discussed the recommendation of the PRCRC which is that the board attend one function of the medical staff per year; not all members need to attend, one member could be delegated on behalf of the board.		
Foundation Report	Mary Dodd, Director provided a written report of the Foundation and was available to answer any questions.		
Compliance Report	SHS Compliance Manager Caitlin DeCrow provided a written report and was available to answer any questions.		
CEO Report	SHS CEO Joe Theine provided a written report and was available to answer any questions.		
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: January Meeting Minutes January 2025 Financial Reports Banking Resolutions 2025-01, 2025-02, 2025-03, 2025-04, 2025-05 Nominating Committee Appointments from MEC/CEO/CNO	

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				MOTION: Eric Croke SECOND: David Dull Motion carried.	
Board Packet Review	The board discussed the board packet options and what was helpful to each of them to see in a future packet order/process.				
Executive Session				The Board entered Executive Session at 7:20pm.	
Return to Regular Session				The Board returned to the Regular Session at 7:59pm.	
Action Items	MEC Recommendations			It was moved and seconded to approve the MEC Appointments, Reappointments and Resignations of the Medical Executive Committee with privileges to the Medical Staff as recommended by the Medical Executive Committee MOTION: Jay Wood SECOND: Eric Croke Motion carried. It was moved and seconded to approve the FPPE/OPPE recommendation by the Medical Executive Committee. MOTION: Jay Wood SECOND: Eric Croke Motion carried. It was moved and seconded to approve the slate of contracts as presented. MOTION: Jim Rogers SECOND: Jay Wood Motion carried. It was moved and seconded to approve the “Conflict of Interest Agreements and	
	Background	Name	Appointment		
	Initial	Edson Knapp, MD Sudhir Arumanla, MD Adarsh Verma, MD	Telemedicine Telemedicine Telemedicine		
	Reappointments	Dean Havlick, MD Kevin McDonnell, MD	Active Staff Active Staff		
	Resignations	Amanda Mullen, MD Jacob Anderson, DO Erin Schmitt, DO	Eff 3/21/2025 Eff 3/21/2025 Eff 2/06/2025		
	Slate of Contracts: <<<>>>				
	Conflict of Interest Slate 1				
	Conflict of Interest Slate 2				

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		<p>Management Agreements Slate #1” as presented.</p> <p>MOTION: David Dull</p> <p>SECOND: Jim Rogers</p> <p>Motion carried.</p> <p>It was moved and seconded to approve the “Conflict of Interest Agreements and Management Agreements Slate #2” as presented.</p> <p>MOTION: Jim Rogers</p> <p>SECOND: Jay Wood</p> <p>Motion carried. Shirley Jones recused herself from the vote of Slate #2.</p>	
Adjourn Meeting	With no further business or action to be taken, the meeting was adjourned at 8:20pm.		

Respectfully submitted:

Shirley Jones, Chairperson

Jay Wood, Secretary/Treasurer