SOUTHWEST HEALTH SYSTEM, INC.
BOARD OF DIRECTORS MINUTES
September 24, 2025
KIVA Room – 5:30pm

Quorum:

Shirley Jones, Chairperson	**Also in Attendance:**	Niki Young, Quality Coordinator
Jay Wood, Scty/Treas	Caitlin DeCrow, Compliance Mgr. (Teams)	Marty and Marilyn Justic (community members)
Eric Croke, Vice Chair	Brandon Johnson, MCHD Chair	
Mary Dodd, Director	Joe Thomason, SVP Operations CHC	
David Dull, Director	Lisa Gates, SHS CNO	**Excused:**
Margi Strangl, Director	Dr. Jenny Gero, MD Chief Medical Officer	
Jim Rogers, Director	Chuck Krupa, IS Director / PIO	
Ex Officio Members:	Bridgett Jabour, Board Secretary	
Joe Theine, CEO	Dave Yackell, CHC VP Finance	
Randy Davidson, MD Chief of Staff	Adam Conley, SHS CFO	

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 / Conflicts of Interest		It was moved and seconded to approve the agenda with no conflicts. MOTION: Mary Dodd SECOND: Margi Strangl Motion carried.	
Public Comment / Introductions	No comment from the public, but for the benefit of those in attendance, the board attendees introduced themselves to Marty and Marilyn Justice.		
OBBBA – Medicaid Implications: David Yackell, VP Finance CHC	CHC VP Finance Dave Yackell reviewed the enclosed slideshow providing updated information on the projections of the OBBBA legislation. With information currently known, projection for loss of revenue through supplemental payment programs with impact beginning in 2028 for SHS projected at $1.680,742 for that year. There is rural funding available, but there is no set way to determine how the annual $50B will be distributed.		
Quality Report	SHS CNO Lisa Gates reviewed the enclosed report. The Board reviewed the charts and report showing quality and safety trends.		

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Finance Committee Report	SHS CFO Adam Conley reviewed the enclosed report including the CMS correction to part A that has been incorrectly denied over the last several weeks; SHS is now starting to get those payments in the door. Occupational Therapy volumes are doing great with the hire of a new OT. EBIDA is $6.5m YTD / DCOH at 114 days total reportable. SHS is not expected to pay back settlement for UC Health Award. $4.1m will not be paid by SHS. UC Health basically held the rural hospitals harmless.		
MCHD Report	Mr. Johnson advised that the MCHD Board still has a board member position open. The landscaping concept for ED/IP Pharmacy rework for leak from design. Mr. Johnson requested a joint meeting with SHS Board in October.	The board consensus was to schedule the joint meeting for October 22nd at 5:30pm in the Cafeteria, dinner to be provided and tour of a few particular departments.	Ms. Jabour will schedule and order food.
Other Written Reports	CHC Report * CEO Report * Foundation Report * Capital Infrastructure Committee Report * Provider Recruitment Contracting and Retention Report * Nominating Committee Report	No questions or comments on enclosed reports.	
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: August Meeting Minutes Finance Committee Recommendations September 2025, and specifically, • Pyxis Med Dispense • Mindray Anesthesia Machines Capital Infrastructure Committee Recommendation for RTU2 additional spending from Cap Inf Funds MOTION: Jim Rogers SECOND: Margi Strangl Motion carried.	
Community-Centeredness Board Inservice	Todd Linden with Linden Consulting discussed “Becoming a Community-Centered Board”. Board is beholden to Med Staff, Employees, Community and	There was discussion around creating a task force to discuss community engagement volunteer to take the items shared and make a recommendation to	

<table>
<tr><th>Agenda Item/Topic</th><th>Findings and Discussions</th><th>Conclusions, Recommendations, Actions, and/or Motions</th><th>Follow-up Responsible Party</th></tr>
<tr><td>Todd Linden, Linden Consulting</td><td>The presentation provided ideas and opportunities for board members to interact and advocate for the mission of the organization.
Ideas on how to advocate to hospital associations and participating at community forums, civic groups, social gatherings, etc. Invite and engage legislators in hospital visits.
It was noted that board members are not expected to be experts on everything.</td><td>the full board. No specific members or details were defined or set to move forward.</td><td></td></tr>
<tr><td>Objective Policy: Strategic Planning Quarterly Update</td><td>Joe Theine reviewed the quarterly update on the progress of all initiatives underway as approved by the SHS board for 2025-2028. Generally including, stats and volumes, HR1 challenges of the way the funding is going to actually be distributed, employee retention and employee engagement through Gallup, new/emerging leader training launching fully in 2026, total compensation review with thunderbird, Stroudwater initial assessment of provider compensation task force and has been reported up to Provider Recruit Contract and Retention Committee. Additionally Mr. Theine reviewed CCA Medicare program for chronic care, which may be expanded as SHS employee benefit in 2026 and the expansion and increase of cardiology and infusion increase in services for chemo agents and an update on the Cerner clinic conversion is moving forward.</td><td></td><td></td></tr>
<tr><td>Financial Assistance Policy – Retail Pharmacy</td><td>Mr. Theine reviewed the Financial Assistance (Charity) Policy with edits required due to the ending of Colorado Indigent Care Program (CICP), we're changing copay to tiered for income-qualified discount.
Recommended implementation of retail pharmacy pricing effective Q1 2026 to allow those utilizing the current pay structure in place of Part D of Medicare.</td><td>It was moved and seconded to approve the Financial Assistance Policy (Charity) as presented.
MOTION: David Dull
SECOND: Margi Strangl
Motion carried.</td><td></td></tr>
<tr><td>Executive Session</td><td></td><td>The Board entered Executive Session at 7:57 pm.</td><td></td></tr>
<tr><td>Return to Regular Session</td><td></td><td>The Board returned to the Regular Session at 9:17pm.</td><td></td></tr>
<tr><td>Action Items</td><td>Executive Session Minutes

MEC Recommendations<table>
<tr><td>Initial</td><td>Theodore Brown, MD
Larry Burr, MD
Anthony Chuprin, MD
Luke Higgins, MD
Brian Holloway, MD</td><td>No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified</td></tr>
</table></td><td>It was moved and seconded to approve the Executive Session Minutes as presented.
Motion carried.

It was moved and seconded to approve individually the MEC Appointments,</td><td></td></tr>
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<tr><td></td><td>Eric Hoyer, MD
Henry Lang, DNP
Matthew Mclaughlin, MD
Ann Marie Ocallaghan, CRNA
Charles Shen, MD
Brandon Taylor, DNP</td><td>No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified</td></tr>
<tr><td>Reappointments</td><td>Jeffrey Chamberlain, MD
Crysta Connell, PAC
Todd Fowler, MD
Rebecca Magno, MD
Ian Milligan, MD
Katherine Phillips, MD
Kristen Sena, PAC</td><td>No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified
No Issues Identified</td></tr>
<tr><td>Privilege Form Low Volume Ongoing Monitoring Form Policies</td><td>Oral and Maxillofacial Surgery
Low Volume On Going Monitoring Sheet/Form
Physician On Call
FPPE
OPPE
Advanced Practice Provider Training Up
Affiliation Verification
Applicant Right to Review and Correct Info
DEA Registration Criteria and Validation
Disruptive Conduct by a Member of Medical Staff
Electronic Data Access and Stewardship
Internal Auditing
Malpractice Prof Liability Claims History
Medical Record Completion
Ongoing Monitoring and Expiring Cred Docs
Practitioner Office Site Quality Site Visits
Provider Health</td><td></td></tr>
</table>
</td><td>Reappointments, FPPE status of the Medical Executive Committee with privileges to the Medical Staff as recommended by the Medical Executive Committee.
MOTION: Jim Rogers
SECOND: David Dull
Motion carried.

It was moved and seconded to approve individually Dr. Viquez as Medical Director of Cardiology, MEC privilege forms and MEC policies as recommended by the Medical Executive Committee.
MOTION: David Dull
SECOND: Jim Rogers
Motion carried.

It was moved and seconded to approve Mr. Theine to contract with Radiology Associates of Durango as presented.
MOTION: Margi Strangl
SECOND: Jay Wood
Motion carried

It was moved and seconded to approve the agreement for Jeffrey Chamberlain, MD as presented.
MOTION: Mary Dodd
SECOND:
Motion carried.</td><td></td></tr>
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<tr><td></td><td>Sanction Monitoring
Verification, Credentialing, Tracking, Maintenance
Credentialing Policy
Credentialing Information Integrity Policy</td><td></td></tr>
<tr><td>Change Privilege / Contract Status</td><td>Eric Viquez, MD Cardiology Medical Director appointment</td><td>No issues identified.</td></tr>
<tr><td>Resignations</td><td>None</td><td></td></tr>
</table>
Slate of Contracts:
Chamberlain OB Call 1099 Agreement
Radiology Associates of Durango Contract Recommendation</td><td></td><td></td></tr>
<tr><td>Adjournment</td><td></td><td>The Board adjourned the meeting at 9:19pm.</td><td></td></tr>
<tr><td>Special Executive Session</td><td>The board adjourned into a Special Executive Session at 9:19 pm to discuss specific areas of concern. All but the board and Joe Theine and Joe Thomason left the meeting room.</td><td></td><td></td></tr>
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Respectfully submitted:

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Shirley Jones, Chairperson

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Jay Wood, Secretary/Treasurer