

**Location:** SCH Library and Video Conferencing via Zoom

**Chairperson:** Lori Fulk

**Board Members attending in person:** Lori Fulk-Chair, Joni Lloyd-Vice Chair, Joe Doubet-Secretary, Travis Trueblood-member and Robert Neese-Treasurer, Nic Hatfield, Member.

**Leadership/Administration in person:** R. Tobler, CEO, Dr. Celest Miller-Parish, Lori Nelson, RN-Supervisor of RHCs, Ashley Ward, RN, Jessica Christen, DNP, Dr. Davis-Humes, Michael Buford, Patient Access Navigator, Michael Brandon, CFO, Ken McMinn, IT Director, Lori Brewer, CEO EA and B. Prather, recording

**Zoom:** Terri Schmitt, QI/HR Director

**I. Call To Order** – Fulk calls the meeting to order at 5:34 pm.

- A. **Approval of Open Session Agenda –Motion** by Hatfield to approve agenda with addition of Old Business, C. Affiliation Update. Trueblood offers second; approved by all voting yes.
- B. **Approval of Executive Session Agenda. Motion** by Hatfield and second by Neese to approve and discuss Sections (1) Legal Matters, (3) Hiring, firing and discipline of employees (12) Negotiate contracts and or (13) individually identifiable personnel information, as Pursuant to Missouri Sunshine Law, 610.021. This was accepted with everyone voting yes.
- C. **Public Comment-** No requests were received for this meeting.

**II. Consent Agenda and Approval of Minutes**

A. **Approval of Open Session Minutes-** Fulk asked for approval of the following.

- 1) Minutes of April 26, 2022 open session. **Motion** by Lloyd with second by Hatfield to accept as written with unanimous approval.
- 2) Consent Agenda Items B-J. **Motion** to Hatfield approve updates and exhibits with Trueblood giving second. Motion approved by unanimous vote.

B. **Chief Nursing Officer**

C. **Health Information Management**

D. **Human Resources**

E. **Maintenance**

F. **Rural Health Clinic Updates**

G. **Supervisor Mtg.**

H. **Policies** – see list attached of new and revised policies since 4/26/22 meeting.

I. **Contracts-** None

**III. Quality Corner**

- A. **QIS/Safety Minutes along with Quarterly Measure Comparisons–** Attached with verbal review by T. Schmitt. She highlighted kudos to many staff members who contributed to the meeting and recent activities during National Hospital Week and in preparation to licensure survey. No questions or comments. Mock survey activity – pharmacy reported by A. Ward.

**IV. Finance Report****A. Finance Report-** Attached with Balance Sheet, Income Statement and Stats for April 2022.

Gross Patient Revenue- April	\$ 3,873,711	
Contractual Adjustments – YTD	58.3%	
Net Patient Revenue- April	\$ 1,419,170	Net Patient Revenue per day- \$54,340
Total Operating Expense- April	\$ 1,921,095	Expenses per day - \$66,980
Net Profit (Loss) April	\$ (515,433)	
Net Profit (Loss) before Depreciation April	\$ (425,120)	
Net Profit (Loss) YTD	\$ (3,297,525)	Net Profit (Loss) YTD '21 \$2,175,576
Net Profit (Loss) YTD before Depreciation	\$ (2,345,055)	

**B. Approval of Accounts Payable.**

- 1) Lengthy discussion on recent billing cycle and recent complaints, some replicas of past errors which had been reported to L. Fulk.
  - i. Trueblood suggested responding with a hand written apology to each appropriate billing errors with a remedy.
  - ii. Authentic public outreach initiated for acknowledgments of errors.
  - iii. Anticipation of continued improvement, per M. Brandon once all in house employees are fully trained. It was suggested that a single employee be designated to focus on follow up claim denials.

**Motion** by Hatfield to approve April accounts payable. Trueblood seconds and motion is approved by unanimous vote. Checkbook register attached.

**V. Administrative Report**

- 1) No written report, in lieu of preparation for annual report, which is attached.
- 2) R. Tobler gave update on granting projects. Everything very time consuming.
  - a) Requests continue to be received by accounting company which is assisting on some recouping of COVID funds.
  - b) County Court request resubmitted for X-ray capital only, now \$245,000 vs. original 450,000.
- 3) Conversation with pain management/anesthesia group re: services (probably per diem basis)
- 4) Brief COVID report. We should remain vigilant when out in community, etc.
- 5) Nastav increasing his days two more each month. Nursing and medical staff in approval.
- 6) Priority for research as to where referral of services that could be provided by SCHs go. Are they patient choice; if so, why? Are they suggested by practitioner; if so, why? Referral tracking system to be developed by a team led by Lori Nelson, Clinic Manager.

**VI. Old Business**

- A. Medical Staff Revisions Update. Following previous amendment to SCH Bylaws, in coordination with that; Medical Staff have approved its amendment is recommended for Board update. **Motion** by Hatfield and second by Lloyd and approval by all present.
- B. EHR Options Update, presented by K. McMinn. See exhibit attached.
  - Recommendation currently, more info to digest, is to continue with Meditech with possibility of
  - Upgrade to a duplicate version (already built) of another facility, hosted by them.
  - Hosting by Meditech or a non-hospital 3<sup>rd</sup> party.
  - Cloud version which has more monthly cost, but no long-term server commitment. Also, maintained and upgraded by Meditech.
  - Updates will be shared as received.
- C. Affiliation update with BHS. Given by L. Fulk and R. Tobler.
  - M. Kahn had met with BHC finance group; they had received all of M. Brandon's reports.



- May 26 they were to meet. We requested “in or out” response of their intent by tonight’s meeting. In conversation with M. Kahn, they want to continue long-term friendship and relationship; feeling SCH was on the right track with service needs and community commitment. Cannot commit to near term financial support, though still interested in long term relationship
- ACO discussion. Consensus is to remain in current ACO situation. Enter 50/50 model with no financial down pay or downside performance risk. **Motion** by Hatfield to remain with present ACO; current 50/50 model. Lloyd seconds this motion and all in approval.
- Any pertinent revision of strategic plan wording regarding affiliation will be carried out.

**VII. New Business**

- A. Text reminders to patients. Attached. **Motion** by Hatfield to pursue contracting, contingent upon references and a limited contracting period that coordinates with possible short term EHR transition. Second to this was offered by Trueblood. All voting in agreement.

**VIII. Governance** -Material from program one of MHA Trustee series. Attached and outlined by R. Tobler.**IX. Executive Session**

**Motion** by Hatfield to enter executive session pursuant to Sunshine Law Sections 610.021, to discuss matters that pertain to section (1) Legal, (3) Hiring, firing and discipline of employees, (13) Individually identifiable personnel information. This received a second from Lloyd and approved by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes. Time 7:20 pm. Brewer, Nelson, Buford, Christen, Ward, Davis-Humes and McMinn exit.

**Those attending:** L. Fulk, J. Lloyd, J. Doubet, R. Neese, N. Hatfield, M. Brandon, T. Schmitt, R. Tobler, C. Miller-Parish and B. Prather, recording secretary.

- A. **Approval of Executive Session** minutes-April 26, 2022. **Motion** by Lloyd with second from Hatfield. This was approved by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes.

B. **Legal-**

- 1) Ongoing negotiation of contract. **Motion** by Trueblood to approve reduction of non-compete as requested. Hatfield seconds and motion is approved by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes.
- 2) R. Tobler request permission to pursue contract with FP physician. **Motion** by Lloyd with Trueblood offering second to authorize. This was supported by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes.
- 3) After discussion it was the consensus to pursue contracting with a GS (Locum) to provide Friday-Monday, once a month coverage for ED/PT surgeon position. Consensus of board was agreement in this action.

C. **Personnel-**

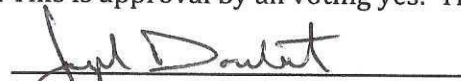
- 1) Discussed clinic scheduling issues and walk-in availability among NPs.
- 2) COO position. Internal posting, recruitment sites (e.g., Indeed) along with coordinating with Alisa, Terri and J. Randle at Blessing for possible posting.

**Motion** to hold a special BOD meeting June 9<sup>th</sup> 6:15 pm, to discuss service line modification, by Hatfield, followed by second from Lloyd. Approval was received by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes.

**X. Adjournment**

**Motion** by Hatfield with second by Trueblood to exit. This is approval by all voting yes. Time is 8:26 pm.

  
Lori Fulk, Chair

  
Joseph Doubet, Secretary