

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, Meagan Weber and Brent Peirick, co-COO, Ashley Ward, RN-CNO, Terri Schmitt-QI/HR Director, Michael Brandon, CFO, Lori Nelson, RN-Supervisor of RHCs, Angela Schmitter, Michael Buford, Todd Cline, Maintenance Supervisor, Sonya See, WHNP, Alisa Kigar, Marketing and PR Director, Lori Brewer, EA to CEO and B. Prather, recording

Zoom: Karen Fitzsimmons, Lead Engagement Partner and Venson Wallin, Managing Director-BDO.

I. Call To Order – Fulk calls the meeting to order at 5:33 pm.

- A. **Approval of Open Session Agenda –Motion** by Hatfield to approve agenda with addition of P&Ps to Consent Agenda 'I', addition of New Business 'C' Hoyal residence and moving the BDO Audit Presentation to follow Consent Agenda. Lloyd offers second, then approved by all voting yes.
- B. **Approval of Executive Session Agenda. Motion** by Doubet, and second by Hatfield to approve and discuss Sections (1) Legal matters, (3) Hiring, firing and discipline of employees (13) individually identifiable personnel information, as Pursuant to Missouri Sunshine Law, 610.021. This was accepted with everyone voting yes.
- C. **Public Comment-** None received.

II. Consent Agenda and Approval of Minutes

A. Approval of Open Session Minutes and Consent Agenda.

- 1) Minutes of June 28, 2022 open sessions. There was a question regarding recent resignation by a nurse who presently had a financial aid contract in place. There are arrangements in place for reimbursement. **Motion** by Neese with second by Lloyd to approve minutes and consent agenda items B-J. Unanimous approval received.

B. Chief Nursing Officer

C. HIM/Revenue Cycle

D. Human Resources

E. Maintenance

F. Materials Maintenance

G. Rural Health Clinic Updates

H. Supervisor Mtg.

I. P&P – Listing attached of policies revised/approved since May 31.

J. Contracts- None

III. Quality Corner

A. QIS/Safety Committee Minutes– Attached

B. QIS Quarterly Report-attached. Verbal review by T. Schmitt.

IV. Finance Report

A. Finance Report- Stats and check register for June. Balance Sheet, Income Statement deferred.

B. Approval of Accounts Payable. Motion by Hatfield to approve June accounts payable. Lloyd seconds and motion is approved by unanimous vote.

Question regarding Health Insurance cost and conversation leading to Finance Committee being involved in upcoming contract renewal meetings with Wallstreet Group. Members of committee (Hatfield, Neese, Trueblood) in regards to policy renewal of employee insurance coverage for 2023. Members will be notified of date and time, sometime in late August or September.

V. Joint Advisory with Dr. Celeste Miller-Parish

Dr. Miller-Parish unavailable to attend this evening. Written report was submitted and as follows:

- We have started letting department heads come to staff meetings to present what services can be utilized. Deanna Rowland from Radiology presented in July along with Meagan Weber from Therapy.
- Chart completion (as of /18/22) --289 charts are over 7 days old, of which a number are nursing issues, or no-show patients.
- Information reviewed at Medical Staff Meeting for HSG online education for reducing risk and getting a premium discount for each course completed.

VI. Administrative Report Strategic Update**A. Operations**

- **COVID-19**

- Memphis wastewater has not been reporting subvariant findings. We have seen increasing numbers of ambulatory cases, 1 hospitalization 2 weeks ago, and hear anecdotal reports in the community of home test (+) but unreported cases.
- Exec Leadership discussed modifying our policy considering latest environment, deciding to follow policy, but to republicize the importance of testing and masking for employees, outpatients and visitors after known COVID contact or at their discretion.
- Vaccine recommendations have expanded per CDC; we offer vaccines on Frida

- **Financial Stability**

- Application for USDA Emergency Healthcare Recovery-Track 1 (Lost Revenue) grant for 35 % (\$754,000) of \$2,154,316 in lost revenue from 4/1/20-7/31/21 is complete, including the required CPA letter provided by BDO. Request for funding document submitted 7/14 as next step. We hope for approval.
- Application for FEMA funds to reimburse some agency nursing costs has been received; we anticipate at least a one-month evaluation period.
- We have filed amended cost reports for FY 2019-21 through BDO with requested recovery of \$470,000.
- We have applied to Scotland County for funding of capital expenses in the amount of \$254,597 for the replacement diagnostic X-ray unit, portable machine through the American Rescue Plan-State and Local Recovery Funds. Operating lease approved by USDA state director. If funds approved by county, we can pre pay those leases.

- **Strategic Update**

I had a kickoff call with the Stroudwater CEO and consultant July 1 to review cost report and planning for their site visit. Earliest time available is Aug 22-24. They anticipate a meeting with the board during that time. Please keep schedules as open as possible for Tuesday evening, possibly Wed morn/lunch. As soon as agenda is determined based on everyone's availability, we will distribute.

- **EHR Upgrade**

Meditech rep is investigating willingness and pricing for potential hosting of the "Expanse" version, before we decide which migration/hosting configuration is best. First hospital approached is geographically distant and has rejected the idea. We continue to negotiate the

“cloud” based MAAS (Meditech As A Service) option, attempting to avoid a dramatic cost increase over current.

- **Population Health**

Caravan ACO: We will participate in the no reserves, 50% of shared savings, no downside risk track in 2023. Contract with Caravan executed.

- **Physical Plant**

- New X-Ray unit is installed and operating well. State inspection 7/21, with their findings pending. SCH has 2 x-ray rooms. The new table is much more patient friendly, lowering to easily accessible levels.
- New fire alarm panels with improved monitoring and remote door programming functions installed in Maint. Office, Reception, Med/Surg
- Fire door inspection week of 7/8 showed several items which will be addressed with minimal expense involved.
- Sidewalk concrete replacement completed along N sidewalk, drop-off areas and library entrance. MMS will be done in August due to concrete supply delay.
- MMS Awning has dry rotted areas and is irreparable. Alternatives for replacement offered in new business.
- Dr. Hoyal's residence requires a new roof; inspection reveals the need for replacement instead of spot repairs.

- **Recruiting**

- FM Physician for clinic/limited inpatient peds coverage has a contract in hand=Awaiting response.
- Southern Illinois Anesthesia and Moberly Anesthesia have been engaged to provide coverage for our CRNA absences.
- SIU Anesthesia has proposed a pain management program with expanded services than in the past. Compliance issues re: clinician oversight being discussed
- Search for FM with inpatient rounding capabilities through contingency firms and online postings unsuccessful thus far. Introductory meeting with retained firm rep recommended by Mr. DeRonde held.
- Meeting 7/1 with orthopedic physician and OR and RHC supervisors. Planned outpatient knee replacement surgery, expanding specialty services “close to home”.

- **Medical Staff**

- Medical Staff passed revised bylaws to align with amended Hospital Bylaws (passed in March).
- At its quarterly meeting, the staff was presented a plan for quarterly RVU reports to be given to each clinician, with recognized reference RVU productivity benchmarks. Quarterly reporting represents a more realistic and informative view of work product.
- Discussion of new MO visitation and abortion statutes. I will manage clinical questions regarding obstetric care perceived to be problematic as guidelines are developed.

- **Personnel**

- We continue to utilize employed and contracted personnel in rev cycle operations as old claims are addressed and our AR is reduced.
- Several night nurse resignations have necessitated extending traveler utilization to avoid too-frequent diversion. OR supervisor has identified a more affordable agency, with placement requests to that firm testing whether we can manage agency expenses better.
- Hybrid remote/offsite models are carefully utilized for non-patient contact personnel, as we adapt to post-pandemic workforce market realities.

- **Regulatory/Advocacy**

- Abortion law-We are awaiting guidance from HSG, MHA and other authorities on potentially risky areas for our docs/NPs who provide OB services. HSG would not likely have protection for insureds, as the penalties are criminal. But hopefully there will be some thoughts and clarification. DHSS has provided a very vague FAQ sheet which refers to the statutory language, offers limited reassurance, and states they cannot “approve” proposed activities which a clinician may find problematic. I have spoken with a sponsor of Missouri’s abortion law who acknowledges that next session he anticipates some clarification which will provide reassurance for good faith medical care that currently could be interpreted as an illegal procedure by any local prosecutor.
- No Patient Left Alone Act -Passed this session, it mandates that with some exceptions, visitors must be allowed with patients irrespective of COVID or other similar maladies. With minor adjustments, our current visitor policies are in compliance, after review of MHA guidance.

VII. Old Business

- A. **BDO.** Karen Fitzsimmons, Lead Engagement Partner and Venson Wallin Managing Director, joined the meeting via Zoom. They both contributed to the BDO Audit proposal for audit and cost reporting service to SCH. Presentation slides included. Short recap of previous discussions on fees, additional charges for specific “special projects”. Pricing is anticipated to be comparable to BKD (estimate of \$120,000 for FY’22) when considering past BKD estimates and actual cost (FY’21), with anticipated value-added services and communications to administration and Board.
- B. **Tax Levy Increase-** Meagan Weber outlined the graphs she supplied regarding possible operating revenue received based on various level of assessed valuation. She was involved on previous committee work with SCR-1 school during that increase referendum process. August 30 is the deadline to have referendum added to ballot. This will be on the August board meeting agenda for decision, after additional historical research, verbiage preparation, etc. is available.

VIII. New Business

- A. **Credentialing. Motion** by Neese to approve listing below. Hatfield offered second with unanimous approval.
 - 1) Initial Appointment
 - a) Christopher Bourget CRNA, Allied Health
 - 2) Reappointments
 - a) Blake Kramer, DO Associate, Radiology Services
 - b) Jay Nastav, DO Associate, General Surgery
 - c) Aaron Nelsen, DO, Associate, Emergency Medicine
 - d) Haley Shrum, FNP-BC, Allied Health
 - 3) Telehealth Reappointments
 - a) Irving Schwartz, MD, Consulting, Cardiology
 - b) Christopher Solaro, MD, Consulting Emergency Medicine
 - c) Nanjappa Somanna, MD, Consulting, Pulmonary Medicine
- B. **MMS Awning Replacement**
 - 1) Canvas awning version \$3569.52
 - 2) Metal awning version \$1500. **Motion** by Neese to replace awning with metal awning. Hatfield seconds.
- C. **Hoyal residence**
 - 1) **Bids-** Stu’s Crew Replace shingles \$26,800 (\$12,000 materials, \$12,000 labor, \$2,000 unforeseen circumstances.

- 2) **Kice Construction \$32,500.** No list of materials (\$24,000 labor, \$8500 materials/misc.).
- 3) **Motion-** Hatfield to approve contracting Stu’s Crew to complete repairs; second by Lloyd and unanimous approval received.

IX. Governance –

- A. BoardRoom Press from April and June in packet.
- B. Links and recording access to Part two of MHA Trustee Leadership Series were previously distributed.

Members of Administration and employees not required for executive session exited at this time. Short break taken. 8:00 pm.

X. 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 matters, (3) Hiring, firing and discipline of employees, (13) Individually identifiable personnel information. This received a second from Doubet and approved by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes. Time 8:10 pm.

Those attending: L. Fulk, J. Lloyd, J. Doubet, R. Neese, N. Hatfield, T. Schmitt, R. Tobler, and B. Prather, recording secretary.

- A. **Approval of Executive Session** minutes-June 28 and July 18, 2022. **Motion** by Hatfield with second from Trueblood. This was approved by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes.

B. Personnel-

- 1) Employee performance.
- 2) Organizational Chart discussed with proposed revisions per T. Schmitt. Attached. Approval to be voted on when back in open session.
 - Discussed shared responsibilities of COOs Peirick and Weber.
 - Discussed CMO position, need for, history, etc.
- 3) Discussed bylaws and possible revisions pending COO, CMO positions.

C. Legal

- 1) Discussed Dr. Tobler’s his future role.
- 2) Discussed scheduling special meeting on August 18th.

Motion by Hatfield with second by Lloyd to exit Executive and approval by roll call vote: Doubet-yes, Hatfield-yes, Lloyd-yes, Neese-yes, Trueblood-yes. Time is 9:25 pm.

BDO:

Motion by Lloyd to enter agreement with BDO to provide 2021-2022 Audit and cost reporting services, contingent on positive references. Second offered by Hatfield with unanimous approval.

Organization Chart

Motion by Neese and Lloyd to approve Organization Chart with proposed revisions and additions of co-COO positions. This motion also received unanimous approval.

XI. Adjournment

Motion by Hatfield, with second from Trueblood to adjourn meeting. This is approval by all voting yes. Time is 9:28 pm.

Lori Fulk, Chair

Joseph Doubet, Secretary