

Location: SCH Library and Video Conferencing via Zoom

Chairperson: Lori Fulk

Board Members attending in person: Joni Lloyd-Vice Chair, Joe Doubet-Secretary, Robert Neese-Treasurer, Nic Hatfield, Member, Aarron Holt (to be sworn in as District 6 Alternate)

Leadership/Administration in person: Meagan Weber, CEO, Brent Peirick, COO, Ashley Ward, RN-CNO, Dr. Celeste Miller-Parish, Lori Nelson, RN, Lezah Cline, Anna Olfus, Alisa Kigar, Lori Brewer, Michael Buford, Angela Schmitter, Sonya See, WHNP, Dr. Kelsey Davis-Humes, and B. Prather, recording secretary.

Zoom: Travis Trueblood, Lori Fulk, Melvin Oberholzer. Mr. T. Ferguson, 571-320-2121 and Mr. T. Tucker, two unidentifiable participants.

Guests: See attendance record for signatures.

I. Call To Order – Fulk calls the meeting to order at 5:30 pm via zoom.

A. **Approval of Open Session Agenda –Motion** by Joe Doubet to approve agenda with addition of Board member Comment between Items I and II. Second offered by Joni Lloyd with approval of all voting yes.

B. **Approval of Closed Session Agenda. Motion** by Joe with and second by Nic 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. Motion approved by all voting yes.

C. **Public Comment-**

- Alline Anderson had submitted request but chose not to address the group at this time.
- Cathy Beach – Question for board---Where is agenda posted? Answer: Hospital website [Scotland County Hospital | Memphis Missouri](#) , the SCH employee intranet, 2 locations near Library entrance.
- David Carlton—Strongly support regular review of bylaws and governance; stressed the importance of fundamental responsibilities of each board member; voiced concerned about letter in paper; concern about insurance coverage for board members, concern of retention of staff and deep respect for board members and Dr. Tobler’s efforts.

Comment by Joseph Doubet – Read from a prepared statement. (Copy was requested for attachment to minutes.) None received

Comment by Joni Lloyd – Read from a prepared statement. (Copy was requested for attachment to minutes.) None received

Comment by Robert Neese – Read from a prepared statement. (Copy was requested for attachment to minutes.) None received

Dr. Hoyal interjected strong opposition to these statements.

II. Welcome Aarron Holt.

As Nic Hatfield has moved from District 6, he is no longer eligible to represent that district. Aarron Holt was approached and after consideration, has agreed to fill this role. He is welcomed as the alternate director. At this time, Mr. Holt is introduced to everyone and sworn in by Chair Lori Fulk. Mr. Hatfield was appreciatively thanked for his two years of service to the District and SCH campus.

Executive Closed Session

Immediately after the swearing in, **Motion** made by Bob Neese, with second from Joni Lloyd to enter Closed 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. Vote: 5-0. Yes: Doubet-yes, Holt-yes, Lloyd-yes, Neese-yes, Trueblood-yes. Time is 6:20 pm.

Guests and administration not required to be present exited the meeting.

Motion by Neese, with second from Lloyd to exit Closed and return to Open session; Roll call vote: 5-0 Yes, Doubet-yes, Holt-yes, Lloyd-yes, Neese-yes, Trueblood-yes. Time is 6:45 pm.

Guests and other administration personnel are invited back.

Open session resumes at 6:48 pm. At this time, Neese, Lloyd and Doubet exit the meeting. All three board members submitted their written resignation to Interim CEO Weber upon leaving.

Due to the exit of Neese, Lloyd and Doubet, the remaining agenda items are informational only. Finance, Old and New Business action items will be deferred to the planned meeting of October 11, 2022.

III. Approval of Open Session Minutes and Consent Agenda.

- A. Minutes of August 30, 2022 open session. **Motion** by Trueblood with second from Holt to approve minutes and consent agenda items. Motion received unanimous approval.
- B. **Chief Nursing Officer**
- C. **HIM/Revenue Cycle**
- D. **Human Resources/QI**
- E. **Maintenance**
- F. **Materials Maintenance**
- G. **QI Committee**
- H. **Rural Health Clinic Updates**
- I. **Supervisor Mtg.**
- J. **P&P** – List submitted of policies reapproved since August 30.

IV. Finance Report

- A. **Finance Report-** Statistics for July and August presented. Anna Olfus, Staff Accountant presented a power point overview of revenue, expenses, contractual adjustments.
- B. **Accounts Payable** Both July and August payables were available for viewing. Accounts payable **deferred.**

V. Administrative Reports

- A. **COO Report.**
Physician Recruitment: We are looking at expanding our specialty services to allow for better care close to home for our community.
 - a) Neurology

- b) ENT
- c) General Surgery
- d) OB/GYN
- e) Family Practice/OB
- f) Brandi Tague, FP
- g) Miracle Ear

Rural Health Clinic Update - Wyaconda Building
Maintenance – Awning on OB Center needs to be replaced
Radiology – Mobile MRI upgrade
Lab – Blood Gas Analyzer
Monthly Health Initiatives
Commerce Bank Lockbox Update
US Bank Merchant Accounts update
Bank of Kirksville Accounts as of 09/22/2022

B. **CEO Report.** Verbal overview by M. Webber. Report attached.

Medicaid Cost Report - Medicaid cost report was refiled through Forvis for 6/30/2020 and 6/30/2021

340B Update - A lot of the drugs have become available for SCP. We have to send a Pharmacy Service Agreement to contracted pharmacies. Scotland, Clark, and Knox are agreeable to contract pricing, and looking into Mail delivery pharmacy through Humana and possibly Hy-Vee in Kirksville. Hy-Vee might be a good option for Lancaster patients for delivery, and their pharmacy manager is calling his director to check on contract. Projected Annual Revenues discussed.

Scotland County Hospital Foundation Board Restructure

Recommended Members

2 Hospital Board Members

2 Hospital Staff Members

2 Community Members

2 Mennonite Community Members

1 Scotland County Care Center Board Member

Annual Audit (Agenda Item)

I recommend we engage with Forvis (Formerly BKD)

I have the engagement letter to be signed, so we can start the annual audit and cost report process for FYE June 30, 2022.

USDA GRANT (Agenda Item)

Amount awarded: \$754, 010. Grant Closing Date: October 7, 2022. Needed for USDA:

Approval for Chairperson Lori Fulk, to be authorized to sign Rural Grant Agreement and any accompanying documents at the Oct 7th grant closing. Letter of Conditions and Grant Agreements need reviewed by the board of directors and authorize to move forward with Oct 7th, Track 1 Grant Closing.

List of principals for grant include: Meagan Weber, Brent Peirick, Sheryl Templeton

Organizational Chart (Agenda Item)

Presentation of Organizational chart (see attached)

Future Visionary Report – Attached, overview discussed.

- 1) I've been giving Todd Cline a list of items that I want maintenance to be working on towards a Grand Opening, since we didn't get to do a 50-year celebration during Covid in 2020. I would like to do it at Christmas time.
- 2) We are thinking big picture with our campus including the Scotland County Care Center, and our leadership team will continue to discuss options and work with the nursing home board on what we can do to help them restructure, and open in some capacity. Our leadership team is willing to help the Care Center in any capacity that we are able.
- 3) Their board meetings are the day after ours, if anyone is interested in attending those meetings (last Wednesday of the month at 7:00 p.m.)
- 4) We have discussed the options of working on Behavioral Health, the possibilities of linking with the school on education for CNA's, dietary, IT training for High School students.
- 5) Discussed with Sara Poor from Senior Life Solutions the option of moving to the Care Center for easier access to patients.
- 6) We will be looking into options of linking with the school and city for insurance/pharmacy benefits. We all pay for a PBM (Pharmacy Benefit Manager), so it may be an option to link together for better options for the community.

In conclusion, again, thinking big picture and into the future, a new campus name to include all of our services with SCH, SCCC, SLS, etc.

“Scotland County Health Campus”

“Scotland County Health Oasis”

There are positive things to look forward to in our future, and we will look at reprogramming and repackaging based on what the community and surrounding area needs in this changing and challenging time in healthcare.

VI. Old Business

- A. Annual Audit – Deferred
- B. USDA Grant -Discussed in CEO, signatures deferred.

VII. New Business

- A. **Organization Chart.** Deferred.
- B. **Bylaws revision.** Deferred to October 11 meeting. At this time proposed changes are recommended to Bylaws which would remove Section 10.2 “Chief Medical Officer” from Article X. This is replaced with Section 10.2 “Chief Operating Officer
- C. **Credentialing.** Deferred.
- D. **Monthly Meeting Schedule.** This was discussed at last meeting. An added meeting will be held each month on the 2nd Tuesday, at 5:30. Next meeting will be October 11, 2022.

VIII. Governance – Items A, B and C have been distributed to all board members for reading or viewing the video presentation.

- A. August *BoardRoom Press*
- B. MHA Trustee Series IV- *Finance, Reimbursement & Fiduciary Responsibility*
- C. MHA Trustee Series V- *Social Media Pitfalls*

- D. SCMH District Board will receive Sunshine Law training with Casey Lawrence, Director of Sunshine Law Compliance, Missouri Attorney General’s office at a program scheduled for October 13th at 5:30 pm, here at SCH.
- E. Invitation received from NEMOnews Media Group/The Edina Sentinel on November 3rd, for a noon luncheon followed by program beginning at 1 pm. (Knox County Community Center in Edina, MO, 207 N. 4th St.) RSVPs due by October 26 calling (660)397-2226 or emailing editor@edinasentinel.com.

IX. Adjournment

Motion by Trueblood, with second from Holt to adjourn this meeting at 7:20 pm. Vote: 2-0. Yes: Trueblood-yes, Holt-yes.

Lori Fulk, Chair

Secretary

DRAFT