

WHITE PINE COUNTY HOSPITAL DISTRICT

WILLIAM BEE RIRIE HOSPITAL

BOARD OF TRUSTEES

MINUTES

This was a duly noticed Regular Board of Trustees Meeting of the White Pine County Hospital District Board of Trustees held Monday October 26, 2015 at 5:00 p.m.

TRUSTEE'S PRESENT

Burton Hilton – Chairman
Michael Mugosa, M.D. – Trustee /
Chief of Staff
Julie Gianoli – Secretary
Mark Bybee – Trustee
Richard Rowley – Trustee

STAFF PRESENT

Matthew Walker - Chief Executive Officer
Richard Sears – Attorney
Susan Martin – Administrative Assistant
Mike Metkovich – CFO
G. Norman Christensen, M.D.

TRUSTEE'S ABSENT

Dale Derbidge – Vice Chairman
Tracie Gust, RN – CNO
MaryKim Piccinini – Risk Manager

GUESTS PRESENT

Attached hereto is the sign-in sheet, and by this reference incorporated herein.

WHITE PINE COUNTY HOSPITAL DISTRICT

Regular Board of Trustees Meeting

- | | |
|--|--------------|
| 1. Call to Order | I |
| 2. Roll Call | I |
| 3. Public Comment: <i>Comments not exceeding five(5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item. Comments during Discussion Items <u>will not be</u></i> | I / D |

accepted from the General public. "Section 8.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers".

4. Approval and reading of minutes of the last regular meeting and of any special meetings, which may have been held since the last Regular meeting.

- 1) Regular meeting - September 28, 2015 I / D / A

UNFINISHED BUSINESS

A. Organizational/Strategic Planning

- 1) Enterprise Safety & Risk Management Update – MaryKim Piccinini I / D

B. Financial / Statistical Reports

- 1) Review and Approval of Financial Statements For the Period Ended: I / D / A
a) September 30, 2015 - Mike Metkovich, CFO
- 2) Request for Approval and Presentation of Vouchers – Julie Gianoli
- a) Accounts Payable Credit – voucher #102052 I / D / A
 - b) Accounts Payable – vouchers #102670 through #102928 I / D / A
 - c) Refunds – vouchers #5410 through # 5440 I / D / A
 - d) Payroll – vouchers #30574 through #30641 I / D / A
 - e) Bad Debt – Self Pay and Medicare I / D / A

NEW BUSINESS

- A. Annual Performance Review of Matt Walker – CEO, with Possible Approval of Performance Evaluation with Potential Pay Adjustment** I / D / A

- B. Review/Revise/Approve Governance Policies – Burton Hilton** I / D / A

- 1) 3.1 Global Board CEO Linkage I / D / A
- 2) 3.2 Unity of Control I / D / A
- 3) 3.3 Accountability of the CEO I / D / A

C. Appointments/Re-appointments – Mike Mugosa, M.D. -

1) Appointments:

a) Yun Namkung, M.D. – Internal Medicine Active Staff I / D / A

2) Re-appointments:

a) Nasir Uddin, M.D. – Internal Medicine Active Staff I / D / A

D. Administrators' Report – Matt Walker, CEO I / D

E. Correspondence Received Since Last Meeting: I / D / A

H. Set Date and Time for Next Regular and/or Special Meeting

1) Next Regular Meeting – Monday, November 23, 2015 at 5:00 pm I / D / A

I. Board Comments I / D

J. Public Comment: I / D

*Comments not exceeding five(5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item. **Comments during Discussion Items will not be accepted from the General public.** "Section 8.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers".*

K. Adjournment I / D / A

I – Information / D – Discussion / A – Action

** Note: The meeting minutes are presented as outlined on the posted agenda. The meeting may have visited agenda items out of order.

1. Call to Order

Chairman Hilton called the White Pine County Hospital District Board of Trustees Regular Meeting to order Monday, October 26, 2015 at 5:00 p.m.

2. Roll Call

Chairman Hilton noted the sign-in sheet reminding everyone to sign in.

- 3. Public Comment:** *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the agenda as an action item. **Comments during Discussion Items will not be accepted from the General public.** "Section 8.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers".*

Chairman Hilton asked for public comment. No public comment at this time.

4. Reading of the Minutes of the Last Regular Meeting and of any Special Meetings Which May Have Been Held Since the Last Regular Meeting.

1) Regular Meeting - September 28, 2015

Chairman Hilton entertained a motion to approve the minutes for the Regular Board of Trustees Meeting of September 28, 2015.

MOTION: Trustee/Secretary Gianoli moved to approve the minutes for the Regular Board of Trustees Meeting minutes of September 28, 2015. The motion was seconded by Trustee Rowley and carried.

UNFINISHED BUSINESS

A. Organizational/Strategic Planning

1) Enterprise Safety & Risk Management Update

MaryKim was not in attendance, no report at this time.

B. Financial/Statistical Reports

1) Review and Approve Financial Statements for the period ended:

a) September 30, 2015

Mike Metkovich reviewed the Financial Report presented to the Board for the period ending September 30, 2015 and commented on; The Balance Sheet shows county taxes receivable of \$252,000.00 for September 2015. Acute ancillary revenue was up from the prior year, operating room revenue has increased from the prior year. Operating/Income Statement positive revenue of \$ 639,000.00. Budget to Actual no variance for this month. Cash Flow shows a net increase of \$158,000.00 for the month and \$558,000.00 for the year. Cash collections per day for September averaged \$105,486.00. Goals need to be worked on but with the changes in the Business Office there should be some improvements in the next 60 days. Included in the Financial Report was the Travel and Seminar Grouping for the quarter ending September 30, 2015.

With no questions for Mike, Chairman Hilton entertained a motion to approve the Financial Statement for September 30, 2015.

MOTION: Trustee Bybee moved to approve the Financial Statement for September 30, 2015. The motion was seconded by Trustee Rowley and carried by all.

2) Approve Vouchers

a) Accounts Payable Credit Voucher # 102052: Trustee/Secretary Gianoli presented accounts payable credit voucher # 102052 dated October 14, 2015 totaling \$ 250.00.

Chairman Hilton entertained a motion to approve accounts payable credit voucher as presented.

MOTION: Trustee/Secretary Gianoli moved to approve the accounts payable credit voucher #102052 as presented. The motion was seconded by Trustee Bybee and carried unanimously.

b) Accounts Payable Vouchers: Trustee/Secretary Gianoli presented accounts payable vouchers:

09/24/2015	102670-102794	\$ 357,388.41
10/07/2015	102795-102928	\$ 759,691.33

Chairman Hilton entertained a motion to approve the accounts payable vouchers as presented.

MOTION: Trustee/Secretary Gianoli moved to approve the accounts payable vouchers 102670 through voucher 102928 as presented. The motion was seconded by Trustee Rowley and carried unanimously.

c) Refunds: Trustee/Secretary Gianoli presented refunds:

09/23/2015	5410-5425	\$ 11,035.72
10/14/2015	5426-5440	\$ 708.00

Chairman Hilton entertained a motion to approve the refund vouchers 5410 to 5440 as presented.

MOTION: Trustee/Secretary Gianoli moved to approve refund voucher 5410 through voucher 5440 as presented. The motion was seconded by Trustee Bybee and carried unanimously.

d) Payroll Vouchers: Trustee/Secretary Gianoli presented payroll vouchers:

10/2/2015	30574-30604	\$ 508,959.34
10/2/2015	30605-30607	\$ 4,132.50
10/2/2015	30608	\$ 68.21
10/16/2015	30609-30638	\$ 488,883.94
10/16/2015	30639-30641	\$ 89,463.43

Chairman Hilton entertained a motion to approve the payroll voucher 30574-30641

MOTION: Trustee/Secretary Gianoli moved to approve the payroll vouchers 30574 through voucher 30641. The motion was seconded by Trustee Rowley and carried unanimously.

e) Bad Debt – None

NEW BUSINESS

A. Annual Performance Review of Matt Walker – CEO, with Possible Approval of Performance Evaluation with Potential Pay Adjustment.

Chairman Hilton contacted Vice-Chairman Derbidge via telephone to be included in on this agenda item. Chairman Hilton asked if any Board Member had any comments they would like to make.

Individual Board of Trustees made the following comments.

Trustee Rowley expressed his feelings that Matt is doing a good job. Matt is good to deal with and keeps the Board informed of what is going on at the hospital. Trustee Rowley thinks Matt is doing a great job.

Trustee/Chief of Staff Dr. Mugosa agreed with what Trustee Rowley expressed.

Trustee/Secretary Gianoli wanted to let Matt know that he has impressed her in his performance during his first year. Trustee/Secretary Gianoli shared her comments from the evaluation form she had completed, "Matt has worked diligently during his first year as CEO to enhance the quality of care for patients, established a good working relationship with the Board of Trustees by keeping the Trustee's informed via emails or phone calls, responds to Trustees concerns and questions in a timely manner and lastly made difficult and sometimes unpopular but necessary decisions regarding personnel and hospital policy. It is my opinion that Matt sincerely has the best interest of William Bee Ririe Critical Access Hospital and our community at heart and strives to do his very best." Trustee/Secretary Gianoli reviewed goals from the Strategic Plan she would like to see Matt meet in the next year and to become more of a hospital advocate by attending community organization meetings.

Trustee Bybee agrees, and expressed that he feels it has been a terrific year and is totally impressed with Matt's first year performance. Trustee Bybee felt Matt dove right in making tough changes that needed to be made right from the first month as CEO.

Chairman Hilton wanted to echo what everyone else has said. Chairman Hilton said all he can say is that he is absolutely impressed and it feels really good to be on a winning team and the hospital is moving in the right direction. As an organization the hospital is making tremendous strides and it is largely if not mostly due to Matt. Chairman Hilton had nothing but glowing remarks for Matt's performance.

Vice-Chairman Derbidge echoed what Trustee/Secretary Gianoli said and feels Matt has done an excellent job in his first year. Vice-Chairman Derbidge reviewed goals he would like to see Matt reach, Vice-Chairman Derbidge also included more community involvement.

A discussion followed in regards to contract length and salary increase. Chairman Hilton would like to table this item until the next Board meeting to give the Trustees the opportunity to review

Matt's contract length and salary. Matt will provide the Trustees with salary ranges from a comparable position for the Trustees to review. Vice-Chairman Derbidge thanked the Board for allowing him to take part in the discussion via phone.

Chairman Hilton entertained a motion to table the Performance Review and Potential Pay Adjustment for Matthew Walker CEO.

MOTION: Trustee/Secretary Gianoli moved to table the Annual Performance Review of Matt Walker-CEO, with possible approval of performance evaluation with potential pay adjustment. The motion was seconded by Trustee Rowley and carried unanimously.

B. Review/Revise/Approve Governance Policies

1) 3.1 Global Board CEO Linkage

Chairman Hilton entertained a motion to approve 3.1 Global Board CEO Linkage.

MOTION: Trustee Rowley moved to approve Section 3.1 Global Board CEO Linkage of the Board Governance Policies. The motion was seconded by Trustee/Secretary Gianoli and carried unanimously.

2) 3.2 Unity of Control

Chairman Hilton entertained a motion to approve 3.2 Unity of Control

MOTION: Trustee/Secretary Gianoli moved to approve Section 3.2 Unity of Control of the Board Governance Policies. The motion was seconded by Trustee Rowley and carried unanimously.

3) 3.3 Accountability of the CEO

Chairman Hilton entertained a motion to approve 3.3 Accountability of the CEO as changed.

MOTION: Trustee/Secretary Gianoli moved to approve 3.3 Accountability of the CEO of the Board Governance Policies as changed in 3.3.3. The motion was seconded by Trustee Bybee and carried unanimously.

C. Appointments/re-appointments

1) Appointments:

a) Yun Namkung – Internal Medicine Active Staff

MOTION: Trustee/Chief of Staff Dr. Mugosa made a motion to approve the appointment of Yun Namkung, M.D. to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee Rowley and carried unanimously.

2) Re-appointments:

a) Nasir Uddin – Internal Medicine Active Staff

MOTION: Trustee/Chief of Staff Dr. Michael Mugosa made a motion to approve the re-appointment of Nasir Uddin, M.D. to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee Rowley and carried unanimously.

D. Administrator's Report

Matt Walker reported to the Board of Trustees,

- Front Entrance, R & R Roofing will start repair of the canopy. The cement work to slope the entrance to meet ADA requirement and to have a curbless entry will begin soon and there is no problem with it being done by winter. The fire sprinkler that is in the tree, sign and rock garden area can be moved. Landscaping will wait until spring. Signage will be updated and larger.
- The Billing Department; MaryKim will be in charge of the situations from CPSI. When a bill does not go through the system, either information is missing or a bill is denied; CPSI then sends the bill back to us as a situation for corrections. CPSI agrees that no bill will sit for longer than 2 weeks on their side as well as ours. TruBridge (CPSI) is working with us to clean up the back log. The Billing Office seems to be motivated with their new responsibilities.
- Grant Money is being allocated fairly quickly. The generator for the clinic is in the process of being built. Flooring and decorating will be the next challenge and is being worked on.
- Communication with the regional/district manager of the VA has taken place. Looking at the financials the VA receivables are over 90 days. Matt is working on correcting the problem.
- Meaningful use will be reached on the hospital side. The clinic has only three doctors will meet meaningful use.
- The Hospital is going to be able to support the County with a County Medical Officer, thanks to Dr. Mugosa.

- The Quality Assurance Reports for this quarter had a major improvement, 98% of all department reports were submitted. All but one department submitted a report.
- University of Utah has asked if the hospital would be interested in signing an affiliation agreement with them. The U of U has 15 affiliated hospitals; William Bee Ririe would be number 16. The plus side is continuing education for the doctors and nurses, quality reporting, William Bee Ririe would have use of their name as being an affiliate. They are talking of putting a helicopter pad here at the hospital as well as a flight team and the helicopter.

The Board of Trustees expressed their feelings on the affiliation as an exciting opportunity with a lot to gain. To have a Life Flight helicopter here would greatly benefit the community. The Board would like more information after the meeting next week between Matt and the U of U. Chairman Hilton requested to have Board Approval on the Affiliation at the next Board meeting.

- The Pediatrician that interviewed with the William Bee Ririe Hospital is unable to commit to full time employment. Matt feels not having a full time pediatrician is not in the best interest of the community. The Board of Trustees also agrees that a full time pediatrician would be best.

E. Correspondence Received Since Last Meeting: None

F. Set Date and Time for the Next Regular and/or Special Meeting

1) Next Regular Meeting – Monday November 23, 2015 at 5:00 p.m.

Chairman Hilton entertained a motion to approve the scheduling of the next Regular Board of Trustees meeting.

MOTION: Trustee/Secretary Gianoli moved to approve the scheduling of the next Regular Board of Trustees meeting for Monday November 23, 2015 at 5:00 p.m. The motion was seconded by Trustee Rowley and carried unanimously.

G. Board Comments

Chairman Hilton asked for Board comments, with no Board comments Chairman Hilton said he would like to remind the Board to think about what they would like to do with Matt's evaluation and contract.

H. PUBLIC COMMENT: *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. If any are made, there may be discussion upon these comments. No vote, decision, or action may be taken upon matters raised under this item until it is formally placed on the*

agenda as an action item. Comments during Discussion Items will not be accepted from the General public. "Section 8.05, of the Nevada Open Meeting Law Manual indicates that the Public Body may prohibit comment if the content of the comments is a topic that is not relevant to or within the authority of the Public Body or if the content of the comments is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers".

Chairman Hilton asked for public comments.

Dr. G.N. Christensen had a question for Matt in regards to feelings MaryKim has for the change to ICD10's and how soon Medicare will start paying. Matt explained that Medicare said they would not pay anyone for 15 days, so all payments are behind 15 days. The hospital will definitely feel the delay in payment. The coders are running behind about 20 days with all the changes in the codes, they normally run 3 to 6 days behind. Matt believes that in November and December there will be a dip in the finances depending on Medicare payments.

Dr. Christensen also commented on Matt's performance and agrees with the Board on the positive comments. Dr. Christensen likes the idea Matt will be more involved in the community but feels that should also be written into the Physician contracts, to have the physicians more involved in the community, they are the face of the clinic.

I. Adjournment:

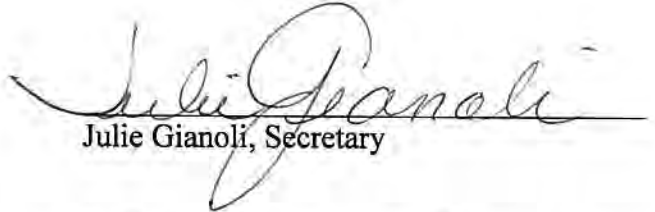
Chairman Hilton entertained a motion to adjourn the White Pine Hospital District Board of Trustees Meeting.

MOTION: Trustee Rowley moved to approve the adjournment of the White Pine Hospital District Board of Trustees meeting. The motion was seconded by Trustee Bybee and carried unanimously.

Adjournment: 6:15 p.m.



Burton Hilton, Chairman



Julie Gianoli, Secretary

Dale Derbidge, Vice Chairman



Richard Rowley, Trustee



Mike Mugosa, MD - Trustee/Chief of Staff



Mark Bybee, Trustee



Matthew Walker, CEO