

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 January 22, 2018 at 5:00 p.m.

TRUSTEE'S PRESENT

Burton Hilton – Chairman
Richard Rowley – Trustee
Wade Robison – Trustee
Julie Gianoli – Secretary
Leslie Martin - Trustee
Michael Mugosa, M.D. – Trustee/
Chief of Staff

STAFF PRESENT

Matthew Walker - Chief Executive Officer
Susan Martin – Administrative Assistant
Edwin Szewczyk, CFO
G. Norman Christensen, M.D.
Nancy Baker, DO
Tracie Gust, RN – CNO
Valerie Miller, M.D.
Jill DeSteunder, RN – Quality Improvement

TRUSTEE'S ABSENT

STAFF ABSENT

Richard Sears – Attorney

GUESTS PRESENT

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

WHITE PINE COUNTY HOSPITAL DISTRICT

Regular Board of Trustees Meeting

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| 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</i> | I / D |

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”.

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 – Monday, December 18, 2017 I / D / A
- 2) Annual Critical Access Hospital Meeting – December 18, 2017 I / D / A

UNFINISHED BUSINESS

- A. Enterprise Safety & Risk Management & Quality Assurance I / D
- B. Financial / Statistical Reports
 - 1) Review and Approval of Financial Statements For the Period Ended:
 - a) December 31, 2017 - Edwin Szewczyk, CFO I / D / A
 - 2) Request for Approval and Presentation of Vouchers – Julie Gianoli
 - a) Accounts Payable – vouchers #109754 and 109827 I / D / A
 - vouchers #109791 through #110144 I / D / A
 - b) Refunds – voided checks #'s 6315, 7148 and 7157 I / D / A
 - vouchers # 7158 through # 7185 I / D / A
 - c) Payroll – Direct Deposit (retirement, term., vacation & sick) I / D / A
 - vouchers # 32931 through # 329993 I / D / A
 - d) Bad Debt – Self Pay and Medicare I / D / A
 - 3) Strategic Plan 2017/2018, 2nd Quarter Update – Matt Walker, CEO I / D

NEW BUSINESS

- A. Review Fourth Quarter 2017, Quality Improvement Report – Jill DeSteunder RN/QIC I / D
- B. Presentation and Approval of Audited Financial Statements for the Period Ended June 30, 2017 – Presented by: Jeffrey M. Johnson, CPA | Partner - Health Care Practice | Wipfli LLP I / D / A
- C. Nomination and Election of 2018 Officers of the Board:
 - 1) Chairman I / D / A
 - 2) Vice-Chairman I / D / A
 - 3) Secretary I / D / A

- D. Review/Revise/Approve Governance Policies – Chairman**
- 1) 1.1 CEO Job Description I / D / A
 - 2) 1.2 Global Executive Constraint I / D / A
 - 3) 1.3 Treatment of Patients I / D / A
- E. Open Discussion Hospital Billing, Bad Debt and Collections** I / D
- F. Appointments/Re-appointments – Mike Mugosa, M.D. -** I / D
- 1) Appointments:
 - a) Ruben Adegoke, M.D. – Locums OB/GYN I / D / A
 - b) Daniel Goff, DO – Locums Emergency Department I / D / A
 - 2) Re-appointments:
 - a) Ronald Crouch, M.D. - Urologist I / D / A
 - b) Yun Namkung, M.D. – Internal Medicine I / D / A
 - c) Marc Van Tassel, DDS I / D / A
- G. Administrators’ Report – Matt Walker, CEO** I / D
- H. Correspondence Received Since Last Meeting:** I / D
- I Set Date and Time for the Next Regular and/or Special Meeting**
- 1) Next Regular Meeting – Monday, February 26, 2018 at 5:00 pm I / D / A
- J. Board Comments:**
- K. Staff Comments:**
- L. 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”.*
- M. 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 on Monday January 22, 2018 at 5:05 pm.

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. Seeing none Chairman Hilton moved on to item four.

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 – December 18, 2017

Chairman Hilton entertained a motion to approve the minutes for the Regular Board of Trustees Meeting of December 18, 2017 as corrected.

MOTION: Trustee/Secretary Gianoli moved to approve the minutes for the Regular Board of Trustees Meeting of December 18, 2017 as corrected. The motion was seconded by Vice-Chairman Rowley and carried.

2) Annual Critical Access Hospital Meeting – December 18, 2017

Chairman Hilton entertained a motion to approve the minutes for the Annual Critical Access Hospital Meeting of December 18, 2017.

MOTION: Trustee/Secretary Gianoli moved to approve the minutes for the Annual Critical Access Hospital Meeting of December 18, 2017. The motion was seconded by Vice-Chairman Rowley and carried.

UNFINISHED BUSINESS

A. Enterprise Safety & Risk Management & Quality Assurance Update

1) Enterprise Safety & Risk Management & Quality Assurance Update -

Matt reported to the Board of Trustees; no new issues for risk management and the outstanding issues continue to be outstanding. No new workers comp claims for the month of December, for the calendar year 2017 a total of seven workers comp claims had been reported which is almost half from 2016. Jill will review Quality Assurance.

B. Financial/Statistical Reports

1) Review and Approve Financial Statements for the period ended: a) December 31, 2017.

Edwin Szewczyk, CFO reviewed the December 31, 2017 financial statements with the Board of Trustees:

- Total operating revenue of two million was less than budget and prior year due to lower than expected volumes and corresponding revenues across the board with the exception of the Clinic. ER visits, outpatient labs, imaging, observation cases all underperformed from budget and prior year with no exceptions. Clinic visits continue to exceed budget and prior year volumes.
- Operating expenses of \$928,000.00 were more than budget and prior year. Expense line item variances include Repairs & Maintenance caused by lab equipment and CT machine repairs. The option to not extend warranty coverage on the CT machine due to excessively high warranty coverage costs resulted in self-warranting the equipment and paying for repairs and maintenance services directly. Pro fee expense is higher than expected due to unbudgeted, unanticipated locums fee expenses for ER, Ortho and OB/GYN coverage.
- There is a timing of the receipt of expected tax revenues that is expected to mitigate in the future. 340b receipts are less than expected due to Ridley's being expelled from the program.
- The net loss for December is \$439,000.00
- Cash decreased from the prior month by \$547,000.00 in part due to the ramp-up of the AR conversion, which began on November 1, 2017, and partly due to the poor operating volume driven performance in the current and prior month. The month of January is experiencing higher volumes overall so far through the 16th. Total cash collections month to date through January 16th, 2018 are one point five million.

Trustee Robison would like more information on the financials, a graph that would show loss and gains and another graph showing revenue and operating expenses in a simply way to see where the hospital stands year to date and prior year. All Board of Trustees agreed it would be very helpful. A discussion followed on the Eureka Clinic, Edwin answered all questioned the Board of Trustee asked in regards to the December Financial Statements.

Chairman Hilton entertained a motion to approve the Financial Statements for the period ending December 31, 2017.

MOTION: Trustee Martin moved to approve the Financial Statement for the period ending December 31, 2017. The motion was seconded by Trustee Robison and carried.

2) Request for Approval and Presentation of Vouchers

a) Accounts Payable Voucher: Trustee/Secretary Gianoli presented accounts payable vouchers:

12/27/2017	109754 and 109827 (voids)	\$ - 6,138.05
12/14/2017	109791-109923	\$ 513,598.20
12/18/2017	109924 (with voided check #109692)	\$ 0.00
12/28/2017	109925 - 110023	\$ 373,411.21
01/11/2018	110024 - 110144	\$ 693,432.41

Chairman Hilton entertained a motion to approve the accounts payable vouchers 109754 and 109827, 109791 through 110144.

MOTION: Trustee/Secretary Gianoli moved to approve the accounts payable vouchers 109754 and 109827, 109791 through 110144. The motion was seconded by Vice-Chairman Rowley and carried.

b) Refunds: Trustee/Secretary Gianoli presented refunds:

01/04/2018	6315, 7148 and 7157 (voids)	\$ - 177.90
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Chairman Hilton entertained a motion to approve voided refund vouchers 6315, 7148 and 7157.

MOTION: Trustee/Secretary Gianoli moved to approve voided refund vouchers 6315, 7148 and 7157. The motion was seconded by Vice-Chairman Rowley and carried.

Refunds: Trustee/Secretary Gianoli presented refunds:

01/03/2018	7158 – 7185	\$ 4,217.97
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Chairman Hilton entertained a motion to approve the refund vouchers 7158 through 7185.

MOTION: Trustee/Secretary Gianoli moved to approve refund vouchers 7158 through 7185. The motion was seconded by Vice-Chairman Rowley and carried.

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

01/05/2018	Direct Deposit	\$ 7,708.20
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Chairman Hilton entertained a motion to approve the payroll direct deposit.

MOTION: Trustee/Secretary Gianoli moved to approve the payroll direct deposit dated January 5, 2018. The motion was seconded by Vice-Chairman Rowley and carried.

12/22/2017	32932-32952	\$ 476,877.19
01/02/2018	32953	\$ 835.98
01/05/2018	32954-32979	\$ 503,460.09
01/19/2018	32980	\$ 490.88
01/19/2018	32981-32993	\$ 15,366.42

Chairman Hilton entertained a motion to approve the payroll voucher 32932-32993. (not 32931 through 32993 as listed on the agenda)

MOTION: Trustee/Secretary Gianoli moved to approve the payroll vouchers 32932 through voucher 32993. The motion was seconded by Vice-Chairman Rowley and carried.

d) Bad Debt – Trustee/Secretary Gianoli presented bad debt vouchers:

01/16/2018	Self Pays	December 2017	\$ 329,112.24
01/16/2018	Medicare	December 2017	\$ 39,609.34

Chairman Hilton entertained a motion to approve the bad debt vouchers as presented.

MOTION: Trustee/Secretary Gianoli moved to approve the bad debt vouchers dated December 2017 as presented. The motion was seconded by Vice-Chairman Rowley and carried.

3) Strategic Plan 2017/2018, 2nd Quarter Update – Matt Walker, CEO

Matt reviewed the second quarter of the 2017/2018 strategic plan with the Board of Trustees and answered all questions by the Board. Trustee/Secretary Gianoli had made the suggestion during the strategic planning meeting that employee compensation be a percentage of the net revenue of 59.9% or less in order to maintain financial viability, is that something that we want on our strategic plan? Matt responded that Wipfli shows we are at 44% currently. Rather than adding it to the strategic plan, Matt would like to have employee compensation percentage on the financial statements. Attached is a copy of the strategic plan.

NEW BUSINESS

A. Review Fourth Quarter 2017, Quality Improvement Report - Jill DeSteunder RN/QIC

Jill presented the fourth quarter 2017, Quality Improvement report to the Board of Trustees. (see

attached copy of presentation). The Board of Trustees complimented Jill on the results of the study, especially the results on the hospital discharge planning with survey scores coming in at 100%. Jill explained the 2018 quality improvement studies that she selected for the hospital and emergency room. The Clinic will be choosing their study.

B. Presentation and Approval of Audited Financial Statements for the Period Ended June 30, 2017– resented by: Jeffrey M. Johnson, CPA/Partner -Health Care Practice Wipfli LLP

Jeff Johnson was to present the Audited Financial Statements for the period ended June 30, 2017 via tele conference, due to technical difficulties he was unable to present. The Board asked that he present in person next month. It was determined that Edwin would present the financial statements for board approval. Edwin reviewed all aspects of the audit, answered and discussed all questions and concerns from the Board of Trustees.

Chairman Hilton entertained a motion to approve the Audited Financial Statements for the Period ended June 30, 2017.

MOTION: Trustee Martin moved to approve the White Pine County Hospital District dba William Bee Ririe Hospital Audited Financial Statements for FYE June 30, 2017 as presented. The motion was seconded by Vice-Chairman Rowley and carried.

C. Nomination and Election of 2018 Officers of the Board:

1) Chairman

Chairman Hilton asked for Nominations for Chairman of the White Pine County Hospital District Board of Trustees for 2018.

Vice-Chairman Rowley nominated Burton Hilton, for Chairman of the White Pine County Hospital District Board of Trustees.

MOTION: Trustee Rowley moved to close the nominations and approve the re-election of Chairman Burton Hilton for Chairman of the White Pine County Hospital District Board of Trustees for 2018. The motion was seconded by Trustee/Secretary Gianoli and carried. Chairman Hilton abstained from the vote.

2) Vice-Chairman

Chairman Hilton asked for Nominations for Vice-Chairman of the White Pine County Hospital District Board of Trustees for 2018.

Trustee/Secretary Gianoli nominated Richard Rowley for Vice-Chairman of the White Pine County Hospital District Board of Trustees for 2018.

MOTION: Trustee/Secretary Gianoli moved to close the nominations and approve the election of Trustee Rowley as the Vice-Chairman of the White Pine County Hospital District Board of Trustees for 2018. The motion was seconded by Trustee Robison and carried.

3) Secretary

Chairman Hilton asked for the Nomination for Secretary of the White Pine County Hospital District Board of Trustees for 2018.

Trustee Robison nominated Trustee Gianoli for Secretary of the White Pine County Hospital District Board of Trustees for 2018.

MOTION: Trustee Robison moved to close the nominations and approve the re-election of Trustee/Secretary Gianoli as the Secretary of the White Pine County Hospital District Board of Trustees for 2018. The motion was seconded by Vice-Chairman Rowley and carried.

D. Review/Revise/Approve Governance Policies – Chairman

1) 1.1 CEO Job Description

Chairman Hilton entertained a motion to approve 1.1 CEO Job Description.

MOTION: Trustee/Secretary Gianoli moved to approve Section 1.1 CEO Description of the Board Governance Policies. The motion was seconded by Trustee Martin and carried.

2) 1.2 Global Executive Constraint

Chairman Hilton entertained a motion to approve 1.2 Global Executive Constraint.

MOTION: Trustee/Secretary Gianoli moved to approve 1.2 Global Executive Constraint of the Board Governance Policies. The motion was seconded by Trustee/Chief of Staff, Dr. Mike Mugosa and carried.

3) 1.3 Treatment of Patients

Chairman Hilton entertained a motion to approve 1.3 Treatment of Patients

A discussion followed in regards to a suggestion Trustee Martin made in the wording, the Board was unable to reach a decision on the content and asked to table 1.3 Treatment of Patients.

Chairman Hilton tabled 1.3 Treatment of Patients, to be reviewed at the next Board of Trustees meeting.

E. Open Discussion on Hospital Billing, Bad Debt and Collections

Edwin Szewczyk, CFO updated the Board of Trustees on the third month of billing process; we did see a dip in cash last month. In January, our cash is looking very strong. The billing department will be tracking denials, claims dropped and efficiencies in getting bills out. Looking at charges and what slows the bills down. A hired consultant to help clean-up the AR started this morning working on the AR 90 days and older. A discussion on invoices and statement as well as on line bill pay followed. Bills will go out to the patient after a visit within a week. Trustee Robinson would like to see cash on hand and AR days.

F. Appointments/re-appointments:

1) Appointments:

a) Ruben Adegoke, M.D. Locums OB/GYN

Chairman Hilton entertained a motion to appointment Ruben Adegoke, M.D. to the medical staff.

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

b) Daniel Goff, DO – Locums Emergency Department

Chairman Hilton entertained a motion to appointment Daniel Goff, DO to the medical staff.

MOTION: Trustee/Chief of Staff Dr. Mike Mugosa made a motion to approve the appointment of Daniel Goff, DO to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee Robison and carried.

2) Re-appointments:

a) Ronald Crouch, M.D. - Urologist

Chairman Hilton entertained a motion to the re-appointment Ronald Crouch, M.D. to the medical staff.

MOTION: Trustee/Chief of Staff Dr. Mike Mugosa made a motion to approve the re-appointment Ronald Crouch, M.D. to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Trustee/Secretary Gianoli and carried.

b) Yun Namkung, M.D. – Internal Medicine

Chairman Hilton entertained a motion to the re-appointment Yun Namkung, M.D. to the medical staff.

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

c) Marc Van Tassel, DDS

Chairman Hilton entertained a motion to the re-appointment Marc Van Tassel, DDS to the medical staff.

MOTION: Trustee/Chief of Staff Dr. Mike Mugosa made a motion to approve the re-appointment Marc Van Tassel, DDS to the Medical Staff of William Bee Ririe Hospital and Rural Health Clinic. The motion was seconded by Vice-Chairman Rowley and carried.

G. Administrator's Report:

Matt Walker reported to the Board of Trustees on:

- We are still working with Ridley's and the 340b program. Ridley's has again been removed from the program. We are looking at alternatives to fix this issue.
- Met with Sanderlings new clinical operations employee. He has good ideas and appears to be a good contact. We hope this will help bridge some of the communication gap and allow us to provide more renal service to the area.
- Matt would like to have a closed strategic planning meeting in the near future to discuss neurology services, cardiac services and other changes as well as areas of growth to be considered. Probably one hour meeting. Chairman Hilton will work out a meeting date.

H. Correspondence Received Since last meeting: None

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

1) Next Regular Meeting – Monday February 26, 2018 at 5:00 p.m.

Chairman Hilton entertained a motion to approve the scheduling of the next Regular Board of Trustees meeting changing the date to Monday, February 19, 2018.

MOTION: Trustee/Secretary Gianoli moved to approve the scheduling of the next Regular Board of Trustees meeting for Monday February 19, 2018 at 5:00 p.m. The motion was seconded by Vice-Chairman Rowley and carried.

J. Board Comments: Chairman Hilton questioned the surgical transfers for last month. Tracie confirmed all transfers were medical necessary. Trustee/Secretary Gianoli asked for an update next month on the dialysis center. Trustee/Secretary Gianoli wanted Matt to know that a friend is pleased with the services the extended hour's clinic provides.

K. Staff Comments: With no staff comments Chairman Hilton moved on to item L.

L. PUBLIC COMMENT: *Comments not exceeding five (5) minutes in length will be accepted from the general public in attendance. 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, seeing none Chairman Hilton moved on to Item M.

M. Adjournment:

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

MOTION: Vice-Chairman Rowley moved to approve the adjournment of the White Pine Hospital District Board of Trustees meeting. The motion was seconded by Trustee/Secretary Gianoli and carried.

Adjournment: 7:17 p.m.



Burton Hilton, Chairman



Julie Gianoli, Secretary



Richard Rowley, Vice-Chairman



Leslie Martin, Trustee



Mike Mugosa, MD –Trustee/Chief of Staff



Wade Robison, Trustee



Matthew Walker, CEO