

DELTA HEALTH
Board of Directors Meeting
Monday, April 17, 2023
Crag Crest/Mesa Lake and ZOOM

PRESENT:

Jean Ceriani, Chairman	Tammy Smith, Member	Melissa Palmer, EDON
Doug Speedie, M.D, Vice Chairman (via ZOOM)	Julie Huffman, CLO / Interim CEO	Vickie Moore, Exec. Director, Clinic Operations
Bruce Mixter, M.D., Secretary/ Treasurer	Jody Roeber, CCO	Rhonda Katzdorn, Exec. Director, Human Resources
Matt Soper, Member (via ZOOM)	Kelly Johnston, Interim CFO	Jarred Freese, Chief of Staff Donica Harrison, Exec. Assistant

MEETING MINUTES:

Viewing of this meeting was made available to the public via video conferencing as well as in-person.

I. CALL TO ORDER

The Board of Directors meeting was called to order at 5:30 p.m. by Chairman Jean Ceriani.

II. GUEST SPEAKER

A. Foundation Update. *Executive Foundation Director, Darnell Place-Wise* shared with the Board the results of the 2023 Delta Health Foundation Gala fund raiser. Next year's gala will be held on Saturday, January 27, 2024. This year's Pea Green Pedal will be held on Saturday, June 24th and will start and end at the Pea Green Community Center. Darnell also informed the Board of recent distribution of Foundation scholarship and education funds.

III. APPROVAL OF PREVIOUS BOARD MEETING MINUTES

The minutes from the **March 24, 2023** Special Board meeting were presented by Jean Ceriani.

ACTION: Tammy Smith made a motion to accept the minutes of the March 24, 2023 special Board meeting as presented. Dr. Mixter seconded the motion. All were in favor. None were opposed. Motion carried.

The minutes from the **March 27, 2023** Board meeting were presented by Jean Ceriani.

ACTION: Tammy Smith made a motion to accept the minutes of the March 27, 2023 Board meeting as presented. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

The minutes from the **April 1, 2023** special Board meeting were presented by Jean Ceriani.

ACTION: Tammy Smith made a motion to accept the minutes of the April 1, 2023 special Board meeting as presented. Dr. Mixter seconded the motion. All were in favor. None were opposed. Motion carried.

The minutes from the **April 12, 2023** special Board meeting were presented by Jean Ceriani.

ACTION: Tammy Smith made a motion to accept the minutes of the April 12, 2023 special Board meeting as presented. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

Further Discussion: Dr. Mixer noticed Kelly Johnston's title on the attendees list was misidentified as Interim CEO. Correction will be made to Interim CFO.

ACTION: Tammy Smith made a motion to rescind the original motion and replace with a motion to accept the minutes of the April 12, 2023 special Board meeting as corrected. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

IV. ADMINISTRATION

A. Administrative Update. CLO / Interim CEO Julie Huffman

1. Financial Update. *Interim CFO, Kelly Johnston.* Julie Huffman introduced Interim CFO Kelly Johnson. After commending our stellar Accounting Director Larin Jones, Kelly informed the Board that they are still working on financial statements for February and March. The reports will be presented in a way that will be useful for the Board as well as the general public. Kelly discussed strategy in paying back medical claims and investments along with plans to review revenue cycle production to ensure we are getting paid for the services we are providing.
2. Cash. Julie confirmed cash is rebounding as anticipated since paying off the Accelerated Payment. The advance on our HCPF payments will help pay medical claims. We are caught up through the end of February. [Note: It was subsequently learned we were caught up through March 24, 2023.]
3. Critical Access and Swing Beds. The Exec Team discussed the possibility of Delta Health becoming a Critical Access Hospital. Due to proximity to another Critical Access Hospital, this is not an option for Delta Health. It was also determined that swing beds is not financially beneficial for Delta Health at this time, but might be revisited as an option in the future if we are able to receive proper reimbursement.
4. Cost Report. Julie informed the Board that our cost report was filed last week and our anticipated return is \$1.4MM, largely due to the work of Executive Director of Clinic Operations Vickie Moore and her team achieving RHC designation for several clinics. It could be July before we receive those funds.

B. DNV Survey. CCO Jody Roeber

Jody let the Board know our 3 year accreditation survey was completed last week by DNV. While we have not yet received the official survey report, the surveyors reported 18 non-conformities ("NC's"), 3 of which are clinical. The remaining NC's are with regard to ISO processes. We will receive a written report within 10 business days. We then have 10 days to respond.

V. MEDICAL STAFF

A. Medical Staff Credentialing. Dr. Mixer presented the following update from the Med Exec Committee:

The following credentialing applications were reviewed and approved in the April 12, 2023 Med Exec meeting:

New Applications: Barbara Rae Ferdman, M.D., Pediatrics (Locum)
Madhuresh Kumar, M.D., RPG Hospitalist (Locum)

Re-Applications: Jacob Oberheau, P.A., Orthopedics
Matthew Lebsack, M.D., Family Medicine, Pediatrics, OB
Ryan Marlin, M.D., Family Medicine

ACTION: Dr. Mixer made a motion for the Board of Directors to approve the credentialing report of the Med Exec Committee as presented. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

Further discussion: Since CME's have not yet been reported for Dr. Marlin, the Board and Dr. Freese discussed if his credentialing should be postponed or should be provisional pending receipt of documentation of CME's.

ACTION: Dr. Mixer made a motion to amend the motion to a motion for the Board of Directors to approve the credentialing report of the Med Exec Committee but with provisional credentialing for Dr. Marlin for 6 months pending receipt of documentation of required CME's. Upon receipt of CME documentation, the Med Exec Committee can reevaluate the provisional status of his credentialing. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

Further discussion: The Board and Dr. Freese discussed the Medical Staff who have been re-credentialed without their CME's should be told that their credentialing status will change to provisional until the required CME documentation has been provided.

B. Approval of Amended Credentialing Procedures Manual, CLO / Interim CEO Julie Huffman

Amendments to the Medical Staff Bylaws and Medical Staff Rules and Regulations regarding the proctoring policy that were approved by the BOD in the December 2022 meeting were also made to the Credentialing Procedures Manual and require Board approval as well.

ACTION: Dr. Mixer made a motion to approve the addition of Part V. – Focused Professional Practice Evaluation ("FPPE") to the Credentialing Procedures Manual. Tammy Smith seconded the motion. All were in favor. None were opposed. Motion carried.

C. Chief of Staff Report. The Med Exec Committee met on April 12th and COS Dr. Jarred Freese reported the following:

- A ballot was sent out today to the Medical Staff to allow Allied Health Professionals, defined as Nurse Practitioners, Physician Assistants, Midwives and CRNA's, to vote as part of the medical staff on committee chairmen, committee rules and amendments to the Medical Staff Bylaws. This will be discussed at the next Medical Staff meeting.
- The hospital will be hosting a longitudinal medical student program through the University of Colorado this fall. Dr. Freese thanked Dr. Mixer for updating the student policy and Dr. Richman for agreeing to be the Chair person for the student program. A med student and resident will be starting in September.
- Dr. Freese thanked Jean Ceriani for her years on the Board and involvement with the medical staff.
- Dr. Freese thanked the Board for their support of the medical staff retreat and announced the Med Exec has decided to postpone the retreat for a year.

VI. EXECUTIVE SESSION

ACTION: At 6:23 p.m. Tammy Smith made a motion to go into Executive Session for the purpose of personnel matters under C.R.S. §24-6-402(4)(f), specifically Dr. Urbanski. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

All Board members were present for the Executive Session as well as CLO /Interim CEO, Julie Huffman, COS Dr. Jarred Freese and incoming Board member Davis Walton.

Executive Session adjourned at 6:39 p.m.

VII. GENERAL SESSION RESUMED

ACTION: Dr. Speedie made a motion to amend the contracts of the Oncology physicians Drs. Urbanski and Hedderman to exempt them from the portion of the physician compensation policy which would allow for termination from employment if they fall below the 25th percentile for wRVU productivity. [The Board previously exempted oncology physician Dr. Rouch when her contract was up for renewal.] The reason being, oncology is not a high wRVU specialty because their work is not solely reflected in the wRVUs. A significant portion of their time is spent managing the infusion therapies which do not generate a wRVU. Matt Soper seconded the motion. All were in favor. None were opposed. Motion carried.

VIII. ADJOURNMENT

With no further business from the floor, Board Chairman Jean Ceriani **ADJOURNED** the meeting at 6:45 p.m.

Bruce Mixter, M.D., DCMHD Board Secretary/Treasurer

Date