

**TAOS HEALTH SYSTEMS, INC.**  
**BOARD OF DIRECTORS MEETING MINUTES**  
**Hospital Board Room**  
**February 22, 2017**  
**6:00 p.m.**

**Present:** Bruce Coleman, Karen Matherlee, Chris Stagg, Tim Moore, M.D., Lucille Gallegos-Jaramillo, Geilan Ismail, M.D., Gregory Trujillo, Andy Torres, Fred Peralta, Dan Guttman MD, Pamela Romero, Cisco Gonzales and Linda Aubrecht

**Members Absent:**

**Administration:** Bill Patten, Steve Rozenboom, Renee Sudborough, Sue Romansky, Denise Clark and Jeff Schenck

**Guests:** John Hummel, IT Director

**Citizens:**

- I. **Call to Order** - Holy Cross Hospital, a division of the Taos Health Systems, Inc., Board of Directors meeting was called to order at 6:00 p.m., Wednesday, February 22, 2017, by Chris Stagg, Chairman. Attendance was recorded and a quorum was present.
- II. **Pledge of Allegiance**
- III. **Approval of revised agenda** - The revised agenda was presented for review and approval. Following review and discussion, a motion was made and seconded to approve the revised agenda as amended to add "Capital Requests" as item 4) the Consent Agenda. All were in favor and motion carried.
- IV. **Approval of Minutes** - Following review and discussion, a motion was made and seconded to approve the January 25, 2017 minutes as presented. All were in favor and motion carried.
- V. **Public Comments** – Ms. Lucille Gallegos-Jaramillo invited the board to attend the first Annual Art Auction on February 25, 2017 at the Stables Art Gallery. The proceeds of the auction benefit the Visiting Artist Program.
- VI. **Department Presentation – John Hummel, IT Director**  
Mr. John Hummel gave a presentation on the IT department. He reported on the various IT projects they are working on. Mr. Hummel reviewed the challenges and successes they have had in the department. He reported on the Evident/Meditech/Athena/T-Systems replacement project. The board thanked Mr. Hummel for his presentation.
- VII. **Quality Management Report – Sue Romansky, Asst. VP of Quality**  
Ms. Romansky reviewed the Quality Dashboard Report. She reported that the first kick-off meeting will be held in March. Sue will be working with the Department Directors to get their Lifewings plans in place. The hospital has rolled out the Stub Your Toe training for staff and had about a 78% attendance. The plan is to schedule a few more sessions in order to capture the rest of the staff.  
  
With the restructuring of the Lifewings Quality Safety Committee the board members who volunteered to sit on the committee are Karen Matherlee, Linda Aubrecht, Fred Peralta, Pamela Romero, Geilan Ismail, MD, Cisco Gonzales, Lucille Gallegos-Jaramillo, and Dr. Moore.
- VIII. **Approval of the Consent Agenda** - Following review and discussion, a motion was made and seconded to approve all the items listed under the Consent Agenda. All were in favor and motion carried.
  - a) **Financial Report – Steve Rozenboom, CFO**
    - 1) Approval of the January 2017 Financial Statements - Approved on Consent Agenda as recommended by the Finance Committee.

2) Approval of Contracts

- Approval of the 3<sup>rd</sup> Amendment to Physician Employment Agmt. – Alden Cockburn, MD – Approved on Consent Agenda as recommended by the Finance Committee.
- Kimberly Mosely, MD – General Surgeon, Physician Locums Agreement - Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of Amendment #4 to Shared Imaging, LLC Agreement – Approved on Consent Agenda as recommended by the Finance Committee.
- Approval of the 2<sup>nd</sup> Amendment to Physician Employment Agmt. – John Wells, DO – Approved on Consent Agenda as recommended by the Finance Committee.
- Ryan Murphy, DO - Wound Care Medical Director Agreement – Approved on Consent Agenda as recommended by the Finance Committee.
- Luis Constantin, MD – Cardiology – Physician Employment Agreement – Approved on Consent Agenda as recommended by the Finance Committee.
- Stephen Lucero, MD – Urology – Physician Employment Agreement – Approved on Consent Agenda as recommended by the Finance Committee.

3) Approval of the 990 Report – Approved on Consent Agenda as recommended by the Finance Committee.

4) Approval of the February Capital Requests – Approved on Consent Agenda as recommended by the Finance Committee.

**b) Patient Care Services Qtrly. Report** - Approved on Consent Agenda.

**c) Taos Community Health Plan Report** - Approved on Consent Agenda.

IX. **CEO Report – Bill Patten, CEO**

Mr. Patten highlighted several items from his CEO Report. He also reported on the following:

- Recruitment Update
  - Bill gave a brief update on the Urology, Surgery, Cardiology, Peds, and Wound Care recruitment efforts.
  - Compliance Officer – Bill has e-mailed the job description to the Board for their review. There are a total of eight applicants for the position. Bill has interviewed two of them. Cisco Gonzales, Lucille Gallegos-Jaramillo, and Dr. Ismail volunteered to sit on the interview committee.
- Taos News - Bill has scheduled a meeting with the Taos News to address the CAH cartoon on last week's paper.
- Detox – Bill and Steve met with the County Manager and related the Board's message. Mr. Cordova indicated that he will get back to Bill.
- Mill Levy – Had a positive conversation with Mr. Leandro Cordova. They discussed the need to develop an MOU between the County and Holy Cross Hospital. The County has stated that the mill levy monies are in a separate bank account with Holy Cross Hospital's name on it.
- Birth Center – Staff is working hard on getting the Birth Center open. A soft opening is scheduled for some time in April and a grand opening in May.
- Surgery Block Scheduling – Looking at running four OR rooms instead of three. Bill is awaiting a price from CCI on adding another anesthesia provider.

- Hospital Name Change – Bill polled the Board regarding the idea of changing the hospital name. He also inquired about the timing in making the change due to the many ongoing projects. The consensus of the Board was to move forward and explore the idea.
- Legislative Update – Bill presented an update on House Bills 202 and 412. Bill encouraged the Board to contact their representatives. Bill will send out a list of topics and contacts to the board.
- **THS Report Card** – Informational.
- **Educational Calendar** – Informational.

X. **QHR Report** – Don Smithburg has sent his apology for not being able to attend the board meeting due to a family emergency. Bill reminded the board members to complete the Board Self-evaluation Survey. Mr. Smithburg will be reviewing the results at the March board meeting.

XI. **Chief of Staff Report – Tim Moore, MD** - Dr. Moore reported on the following issues:

- Communication between the surgeons and hospitalists continues to improve.
- The hospitalist have been participating more with leadership roles.
- Dr. Davis will be leaving Apogee.
- Continue to search for full time ED physicians.
- OB/Peds – There have been some concerns regarding the availability of call coverage.

XII. **Committee Reports**

a) **Finance Committee Report - Steve Rozenboom, CFO**

Mr. Rozenboom gave an overview of the Finance Committee meeting held earlier this afternoon. He gave a summary of the January Financial Statements. The Finance Committee also discussed:

- January 2017 financial results.
- Review and approval of Contracts/Agreements.
- Review and approval of the 990 Report
- Review and approval of Capital Requests

b) **Joint Conference Committee Report – Chris Stagg**

Mr. Stagg reported that the JCC met on February 8, 2017, and there were no action items or recommendations to bring forward. Mr. Stagg mentioned that the main topics of discussion were relating to physician recruitment, patient discharge process, OBS Unit, and the new EMR system.

c) **Board Nominating Committee – Andy Torres**

Mr. Torres reported that the deadline for the selection of Nominating Committee representatives was Friday, February 17<sup>th</sup>. There were no nominees submitted by Taos Pueblo or Picuris Pueblo. The first Board Nominating Committee meeting is scheduled for Monday, March 6<sup>th</sup> at 4:00 p.m. in the hospital board room.

XIII. **New Business** – There was no new business presented.

XIV. **Old Business** – There was no old business presented.

XV. **Executive Session**

- A motion was made and seconded at 7:35 p.m. to enter into Executive Session to discuss Medical Staff credentialing and Privileging recommendations, legally protected matters, and personnel issues. All were in favor and the motion carried.
- Motion was made and seconded to reconvene into open session at 8:23 p.m. All were in favor and motion carried.

XVI. **Other Business**

- 1) Credentialing - Motion was made and seconded to approve each of the Medical Staff recommendations to the Board for privileges and memberships as listed below. All were in favor and motion carried.

**INITIAL APPOINTMENTS:** None this month.

**REAPPOINTMENTS:**

**Bjorkman, Per, MD, Emergency Medicine** - Reappointment in the Emergency Medicine Department.

**Felt, Christian, CRNA** – Reappointment in the Surgery & Anesthesia Department.

**Rhodus, Kevin, CRNA** – Reappointment in the Surgery & Anesthesia Department.

**Raskin, David, CNP** – Reappointment in the Pediatric and Adult Medicine Department.

**Smith, Sarah, DNP, CPNP, Pediatrics** – Reappointment in the Perinatal Department.

**Dara, Bharat, MD, Peds Cardiology** – Reappointment in the Pediatric & Adult Medicine Department.

**Rex, David, MD, V-Rad** – Reappointment in the Pediatric & Adult Medicine Department.

**Behar, Jeffrey, MD, V-Rad** – Reappointment in the Pediatric & Adult Medicine Department.

**Dr. Sharon Ransom** – Released from proctoring process.

XVII. **Other Actions** – None.

XVIII. **Adjournment** - There being no further business, the meeting adjourned at 8:24 p.m.

Respectfully submitted by: \_\_\_\_\_  
Lenora Cisneros, Recorder

Approved by: \_\_\_\_\_  
Greg Trujillo, Secretary