

 **Board of Commissioners Regular Meeting Minutes**

**February 28, 2023**

**PRESENT**

Les Dewey, Board Chair; Ricky Knowles, Vice Chair; Paul Pennington, Secretary; Jonathan Blake; Commissioner; Juliet Pouillon, Commissioner; Robb Kimmes, CEO; Brenda Schneider, CFO; Heidi Hedlund, Quality and Risk Manager Diane Matthews, CNO; Elizabeth Vaivoda, PR/Foundation Director; Dr. Matt Swanson, Chief of Staff

**CALL-IN**

None

**EXCUSED**

None

**GUESTS**

John Matthews; Sara Whitner

**CALL TO ORDER**Board Chair, Les Dewey, called the meeting to order at 1801 hours.

**OPEN DISCUSSION & PUBLIC PARTICIPATION**

None

**CONSENT AGENDA**Juliet Pouillon motioned for the Consent Agenda items be approved, including the minutes of the January 24, 2023 regular meeting; the January Accounts Payable Warrants totaling $754,639.69, January Payroll Electronic Transactions totaling $845,117.65; Other January Electronic Transactions Payments totaling $301,968.67; and Bad Debt in the amount of $74,049.77. Jonathan Blake seconded. Motion approved unanimously.

**MEDICAL STAFF REPORT & CREDENTIALING**

Dr. Swanson, Robb and Paul gave a report from the February Medical Staff meeting. There was no credentialing because of a lack of a quorum at the Med Staff meeting. Going forward, we’re going to do three-year credentialing vs the current two. We are down an ultrasound tech. Our pediatrician is starting mid-April.

**COMMITTEE REPORTS**

**Marketing/Foundation:**  Elizabeth reviewed the written report for Marketing and for the Foundation.

**Performance Improvement:**  Heidi presented the written Performance Improvement Report, which included: the hospital quality projects and activities, readmissions, and the performance and benchmarking graphs. Discussion followed.

**Planning:** The Planning Committee looked at referral trends by provider for 2022. Discussion followed.

**ADMINISTRATIVE REPORTS**

**CEO Report:**  Robb reviewed his written report. Following discussion, Paul Pennington motioned to approve the increased cost of up to $91,330 for the vacuum pumps and installation. Juliet Pouillon seconded. Motion approved unanimously. The Board also discussed concerns about the proposed change to the EMSD bylaws. The Board unanimously agreed that the hospital representative on the EMSD Board should remain a voting member.

**Financial Report:** Brenda reviewed the January 2023 financial reports. For the first month in 2023 gross revenue was $267,000 below budget. Inpatient and ER were below budget, while outpatient and swing bed were above. Deductions from revenue were right on budget. Expenses were $267,000 below budget due to many invoices being reallocated back to 2022, as required by accounting rules. The bottom line for the month came to a positive $113,000. We continue to reallocate invoices that come in, work on year-end financials, as well as audit and cost report preparation. Discussion followed about revenue cycle issues and Cerner’s Uplift program that shows potential for improving our system and processes. We are currently awaiting a formal proposal from Cerner.

**CNO Report:**  Diane reviewed the written CNO report.

OLD BUSINESS

None

**NEW BUSINESS**

* Resolution 563 – Auditing Officer Designation
	+ Following discussion, Paul Pennington motioned to approve Resolution 563. Ricky Knowles seconded. Resolution approved unanimously.
* Resolution 564 – Depository Account
	+ Following discussion, Ricky Knowles motioned to approve Resolution 563. Juliet Pouillon seconded. Resolution approved unanimously.

**EXECUTIVE SESSION**

At 1925 hours Board Chair, Les Dewey, called an Executive Session to begin immediately and to last 15 minutes until 1940. Purpose of the Executive Session is to consider the performance of a public employee. The Executive Session ended at 1940 hours, and the Board immediately returned to regular session. No further action was taken.

**ADJOURN:** Board Chair, Les Dewey, moved to adjourn the meeting at 1941 hours.

Respectfully Submitted,
Brenda Schneider,

CFO

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 Board Chair

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 Board Secretary