



NOTICE OF *SPECIAL* BOARD MEETING OF
THE UPPER SAN JUAN HEALTH SERVICE DISTRICT dba PAGOSA SPRINGS MEDICAL CENTER
Tuesday, October 9, 2018, at 5:30 PM
The Board Room (**direct access – northeast entrance**)
95 South Pagosa Blvd., Pagosa Springs, CO 81147

AGENDA

1) CALL TO ORDER; ADMINISTRATIVE MATTERS OF THE BOARD

- a) Call for quorum (by Treasurer/Secretary Dr. King Campbell)
- b) Board member self-disclosure of actual, potential or perceived conflicts of interest
- c) Approval of the Agenda (and changes, if any)
- d) Brief overview of meeting dates and timing of review of financials and proposed budget for 2019

2) PUBLIC HEARING ON THE PROPOSED 2019 BUDGET FOR USJHSD

- a) Open the Public Hearing on the proposed 2019 budget
 - i) CEO direction for 2019
 - ii) CFO's overview of the budget
 - iii) Questions/comments of the Board
 - iv) Questions/comments of the public
- b) Close the Public Hearing.

3) PUBLIC COMMENT (This is an opportunity for the public to make comment and/or address USJHSD Board. Persons wishing to address the Board need to notify the Clerk to the Board, Heather Thomas, prior to the start of the meeting. All public comments shall be limited to matters under the jurisdiction of the Board and shall be expressly limited to three (3) minutes per person. The Board is not required to respond to or discuss public comments. No action will be taken at this meeting on public comments.)

4) REPORTS

- a) **Oral Reports** (may be accompanied by a written report)
 - i) Chair Report Chair Greg Schulte
 - ii) ~~Contracts~~ ~~Director Kate Alfred~~
 - iii) ~~Strategic Planning~~ ~~Director Dr. Jim Pruitt and Director Karin Daniels~~
 - iv) CEO Report Chief Executive Officer, Dr. Rhonda Webb
 - v) Finance Report CFO Chelle Keplinger & Treas. Dr. Campbell
- b) **Written Reports** (*no oral report unless the Board has questions*)
 - i) Operations Report COO/CNO, Kathee Douglas
 - ii) ~~Medical Staff Report~~ ~~Chief of Staff, Ralph Battels~~

5) DECISION AGENDA (Matters to be discussed and possible action by the Board)

- a) Consideration of Resolution 2018-13: regarding Board selection of the auditor.

6) CONSENT AGENDA (The Consent Agenda is intended to allow Board approval, by a single motion, of matters that are considered routine. There will be no separate discussion of Consent Agenda matters unless requested.)

- a) Approval of Board Member absences (if any)
- b) Approval of Minutes for the following meeting(s):
 - i) Regular meeting of: 08/28/2018
 - ii) Special meeting of: 09/19/2018

7) EXECUTIVE SESSION

The Board reserves the right to meet in executive session for any other purpose allowed pursuant to C.R.S. Section 24-6-402(4) and such topic is announced at open session of the meeting.

8) OTHER BUSINESS

9) ADJOURN



MINUTES OF SPECIAL MEETING

Tuesday, October 9, 2018

5:30 PM

The Board Room

95 South Pagosa Blvd., Pagosa Springs, CO 81147

The Board of Directors of the Upper San Juan Health Service District (the “Board”) held its special board meeting on October 9, 2018, at Pagosa Springs Medical Center, The Board Room, 95 South Pagosa Blvd., Pagosa Springs, Colorado.

Directors Present: Chair Greg Schulte, Vice-Chair Matt Mees, Secretary/Treasurer Dr. King Campbell, Director Karin Daniels, and Director Jason Cox. Present by phone was Director Dr. Jim Pruitt.

Director(s) Absent: Director Kate Alfred (excused).

1) CALL TO ORDER

- a) Call for quorum: Chair Schulte called the meeting to order at 5:31 p.m. MDT and Clerk to the Board, Heather Thomas, recorded the minutes. A quorum of directors was present and acknowledged by Secretary/Treasurer Dr. Campbell and the meeting, having been duly convened, was ready to proceed with business.
- b) Board member self-disclosure of actual, potential or perceived conflicts of interest: There were none.
- c) Approval of the Agenda: The Board noted approval of the agenda.
- d) Brief overview of meeting dates and timing of review of financials and proposed budget for 2019: CAO, Ann Bruzzese, discussed the attached summary of the schedule of meetings.

Chair Schulte requested a tally of Board Members who would be available to attend the regular meeting, either in person or by teleconference, scheduled for November 13, 2018. Due to the result of the tally, the Board unanimously agreed to hold the November regular meeting as a quorum would be present.

2) PUBLIC HEARING ON THE PROPOSED 2019 BUDGET FOR USJHSD

- a) Open the Public Hearing on the proposed 2019 budget: Chair Schulte opened the Public Hearing at 5:38 p.m. MDT.
 - i) CEO direction for 2019
CEO Dr. Webb briefly discussed achievements and new services introduced in 2018. CEO Dr. Webb then advised of the continuance of those new and expanded services in 2019, as well as a focus on renovation of the HVAC system, adding an on-site radiologist, and adding nuclear medicine services.

ii) CFO's overview of the budget

CFO Chelle Keplinger presented and discussed the attached 2019 Proposed Budget and Assumptions, highlighting that an overall increase in revenue of five percent over 2018 actuals was budgeted for 2019.

iii) Questions/comments of the Board

Questions were asked and answered.

iv) Questions/comments of the public

There were none.

b) Close the Public Hearing: Chair Schulte closed the Public Hearing at 6:04 p.m. MDT.

3) **PUBLIC COMMENT**

There was none.

4) **REPORTS**

a) **Oral Reports**

i) Chair Report

Chair Schulte advised the Board there was no report.

ii) Contracts

Item intentionally struck from agenda. There was no report.

iii) Strategic Planning

Item intentionally struck from agenda. There was no report.

iv) CEO Report

CEO Dr. Webb advised the Board of the September survey for recertification of PSMC's Trauma program. The state survey team gave an excellent review with no recommendations or deficiencies and provided words of praise and affirmation.

CEO Dr. Webb then advised that PSMC will be hosting a "Pink Party" October 18, 2018, at The Springs Resort and Spa which will provide information regarding cancer, healthy living and celebrating survivorship. The theme of the party is "Knowledge Saves Lives," and will feature PSMC physician speakers. The Pink Party is open to the public.

v) Finance Report

CFO Keplinger presented and discussed the attached Finance Report, highlighting gross charges surpassed August of 2017 by \$161,981, which is a 3.12 percent increase from 2017 August MTD and a 5.8 percent increase over 2017 YTD.

Questions were asked and answered.

b) **Written Reports**

i) Operations Report

Please see attached report. There were no questions.

ii) Medical Staff Report

Item intentionally struck from agenda. There was no report.

5) DECISION AGENDA

a) Consideration of Resolution 2018-13

CFO Keplinger presented and discussed the attached Summary of Audit Bids and advised the Board that it is her recommendation and the recommendation of the Finance Committee to accept the bid from Dingus, Zarecor & Associates (“DZA”).

Secretary/Treasurer Dr. Campbell and Director Cox both confirmed the Finance Committee’s recommendation to accept the bid of DZA.

Secretary/Treasurer Dr. Campbell motioned to accept Resolution 2018-13, regarding Board selection of the auditor. Upon motion seconded by Vice-Chair Mees, the Board unanimously accepted said resolution.

6) CONSENT AGENDA

a) Approval of Board Member Absences

The Board noted approval of the absence of the Board Member listed above.

b) Approval of Minutes

Secretary/Treasurer Dr. Campbell motioned to approve the minutes of the regular meeting of 08/28/2018, and the special meeting of 09/19/2018.

Upon motion seconded by Director Daniels, the Board unanimously approved said consent agenda items.

7) EXECUTIVE SESSION

The Board did not meet in executive session.

8) OTHER BUSINESS

CAO Bruzzese reminded the Board of open meeting statutory requirements, specifically regarding email communication.

9) ADJOURN

There being no further business, Chair Schulte adjourned the special meeting at 6:18 p.m. MDT.

Respectfully submitted by:

Heather Thomas, serving as Clerk to the Board