



**NOTICE OF REGULAR BOARD MEETING OF  
THE UPPER SAN JUAN HEALTH SERVICE DISTRICT  
DOING BUSINESS AS PAGOSA SPRINGS MEDICAL CENTER**

**Tuesday, February 28, 2017**

**5:30 PM**

**Conference Room, PSMC Main Building  
95 South Pagosa Blvd., Pagosa Springs, CO 81147  
AGENDA**

*Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Board may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.*

**1) CALL TO ORDER; ADMINISTRATIVE MATTERS OF THE BOARD**

- a) Call for quorum (by Secretary/Treasurer Jerry Baker)
- b) Approval of the Agenda (and changes, if any)

**2) MILESTONE MOMENT: *CNOR Strong***

- 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, Jodi Scarpa, 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) DECISION AGENDA** (Matters to be discussed and possible action by the Board)

a) **MEDICAL AID IN DYING ACT**

- i) Overview by: CAO, Ann Bruzzese
- ii) Physician Medical Executive Committee recommendation reported by: Dr. Ralph Battels, Chief of Staff
- iii) Consideration of Resolution 2017-04 (*3 resolution options* are in the packet) regarding PSMC offering Medical Aid In Dying services.

b) **JOB DESCRIPTION FOR NEXT CEO AND POSTING SCHEDULE**

- i) Overview by: CAO, Ann Bruzzese
- ii) Committee recommendation reported by: Kate Alfred and/or Jerry Baker as members of Succession Planning Committee

- iii) Consideration of Resolution 2017-03 (written resolution in the packet) regarding recommendation of the Succession Planning Committee to approve its CEO job description and posting schedule.

c) **PEER REVIEW ANNUAL REPORT**

- i) Overview: Annual report of PSMC's 2016 peer review activities will be presented in executive session as such report is to be used and remain confidential in accordance with the Quality Management Act, C.R.S. Section 25-3-109, et seq. and the Professional Review Act, C.R.S. Section 12-36.5-101 et seq.
- ii) Report by: Manager of the Medical Staff Office, Krista Starr with support by the Chief of Staff and the Chief Medical Officer.
- iii) Consideration of Resolution 2017-05 (written resolution in the packet) regarding acceptance of PSMC's annual report of PSMC's 2016 peer review activities.

d) **BOARD'S ANNUAL REVIEW OF CEO**

- i) Overview: Board annual review of CEO in executive session
- ii) Consideration, following executive session review, regarding the percentage of CEO's 2016 at risk incentive pay/bonus earned.

**5) REPORTS**

a) **Written Reports** (*no oral report unless the Board has questions*)

- i) COS Report Chief of Staff, Ralph Battels
- ii) CNO Report Chief Nursing Officer, Kathee Douglas
- iii) PSMC Annual Report
- iv) ~~CAO Report~~ ~~Chief Administrative Officer, Ann Bruzzese~~ (report above)
- v) ~~CMO Report~~ ~~Chief Medical Officer, Rhonda Webb~~ (clinic report below)

b) **Oral Reports** (may be accompanied by a written report)

- i) ~~Chair Report~~ ~~Chair Mark Floyd~~
- ii) ~~Strategic Planning~~ ~~Vice Chair Greg Schulte~~
- iii) ~~Campus Planning~~ ~~Chair Mark Floyd~~
- iv) ~~Succession Planning~~ ~~Dir. Kate Alfred~~
- v) Contracts Dir. Kate Alfred
- vi) Finance Report CFO, Dennis Wilson and Treasurer Jerry Baker
- vii) Construction Report Jodi Scarpa, Manager of Executive Offices
- viii) CEO Report Chief Executive Officer, Brad Cochennet
- ix) Monthly In-Depth Report **Primary Care Clinic, Director Sikendar Fidai**

**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 Minutes for the following meeting(s):
  - i) Regular meeting of: 01/24/2017
- b) Approval of Medical Staff report recommendations for new or renewal of provider privileges and/or policies.

c) Acceptance of PSMC 2016 Annual Report

## **7) EXECUTIVE SESSION**

There will be an executive session pursuant to *the following subparagraphs* of C.R.S. Section 24-6-402(4):

- (b): to receive legal advice on specific legal questions;
- (c): matters to remain confidential pursuant to other federal or state statute – specifically confidential quality and peer review that are confidential per state statutes C.R.S. Section 25-3-109, et seq. and C.R.S. Section 12-36.5-101 et seq.; and
- (f)(I): personnel matters.

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

## **8) OTHER BUSINESS**

## **9) ADJOURN**



## MINUTES OF REGULAR BOARD MEETING

**As Amended**

**Tuesday, February 28, 2017**

**5:30 PM MST**

**The Great Room, Pagosa Springs Medical Center**

**95 South Pagosa Blvd.**

**Pagosa Springs, CO 81147**

*Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Board may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.*

The Board of Directors of the Upper San Juan Health Service District (the “Board”) held the regular board meeting on February 28, 2017, Pagosa Springs Medical Center, The Great Room, 95 South Pagosa Blvd., Pagosa Springs, Colorado.

Directors Present: Chair Mark Floyd, Vice-Chair Greg Schulte, Secretary/Treasurer Jerry Baker, Director Dr. Jim Pruitt, Director Kate Alfred, and Director Matt Mees.

Present by phone were Director Dr. Richard Zak, and the District’s Chief Financial Officer, Dennis Wilson.

### 1) **CALL TO ORDER; ADMINISTRATIVE MATTERS OF THE BOARD**

Chair Floyd called the meeting to order at 5:31 p.m. MST and Clerk of the Board, Jodi Scarpa, recorded the minutes. A quorum of directors was present and acknowledged by Vice-Chair Schulte and the meeting, having been duly convened, was ready to proceed with business.

The Board noted approval of the agenda.

### 2) **MILESTONE MOMENT:** *CNOR Strong*

CNO, Kathee Douglas, presented and acknowledged before the Board a certificate of achievement recently received from the Competency and Credentialing Institute (“CCI”) recognizing Pagosa Springs Medical Center as being a CNOR Strong facility. (*CNOR is a definition not an acronym. CNOR certification is defined as: "the documented validation of the professional achievement of identified standards of practice by an individual registered nurse providing care for patients before, during and after surgery."*)

Ms. Douglas explained the significance of this accomplishment advising to be a facility recognized by CCI as CNOR Strong, two criteria must be met: 1. at least 50 percent of eligible perioperative nursing is staff CNOR certified, and 2. the facility consistently recognizes and rewards nurses who become CNOR certified or recertified. Currently, as Ms. Douglas explained, Pagosa Springs Medical Center’s (“PSMC”) perioperative nursing staff is 100 percent CNOR certified and recognized.

In addition, Ms. Douglas advised the Board that PSMC has received top honors with Centura Health, ranking the facility #1 out of eight Rural Critical Access Hospitals with Level IV Trauma.

### 3) **PUBLIC COMMENT**

The following is a list, in order of presentation, of persons who elected to comment before the Board. All comments were limited to three minutes or less per person.

- i) Dr. Pam Kircher
- ii) Joel Hellwege
- iii) Bill Beno
- iv) Mark Disbro
- v) Kathy Hill
- vi) Elizabeth Coleman
- vii) Laura Dunn
- viii) Alan DeBoer
- ix) Don Fahrenkrug
- x) Karl Milburg

### 4) **DECISION AGENDA**

#### a) MEDICAL AID IN DYING ACT

##### i) Overview:

CAO, Ann Bruzzese, presented before the Board and gave a brief overview of the attached CAO Report highlighting information on the Medical Aid in Dying Law.

##### ii) Physician Medical Executive Committee recommendation report

Dr. Ralph Battels, Chief of Staff, presented before the Board the attached Chief of Staff Report regarding the Medical Aid in Dying Law. Dr. Battels began by emphasizing the complexity of reaching the final recommendation of the Medical Executive Committee (representing the physician staff), stating that the physician staff as a whole were deeply and strongly divided in their personal ethics regarding the issue.

Dr. Battels informed the Board that by a vote of five to one, the Medical Executive Committee recommends Option 1 of Resolution 2017-04 and agrees that PSMC not offer Medical Aid in Dying services at this time and that the issue should be revisited in year 2018.

##### iii) Consideration of Resolution 2017-04 (*3 resolution options* were attached in the packet) regarding PSMC offering Medical Aid in Dying services.

Director, Dr. Pruitt, posed a question if a motion may be made prior to a discussion.

Vice-Chair Schulte moved to adopt Option 1 of Resolution 2017-04 as recommended by the Medical Executive Committee that PSMC not offer Medical Aid In Dying services at this time. Director Alfred seconded the motion. Two directors, Dr. Pruitt and Dr. Zak opposed. Further discussion ensued. Questions were asked and answered.

Chair Floyd then ordered a roll call vote:

Director Mees: AYE

Secretary/Treasurer Baker: NO

Vice-Chair Schulte: AYE

Director Alfred: AYE

Director Dr. Pruitt: NO

Director Dr. Zak: NO

Chair Floyd: AYE

The motioned passed with four votes in favor of not offering Medical Aid In Dying at this time and three opposed the motion.

b) **JOB DESCRIPTION FOR NEXT CEO AND POSTING SCHEDULE**

i) Overview

CAO Bruzzese gave a brief overview and recap of the reason for tabling the decision regarding Resolution 2017-03 from the last regular meeting of the Board on January 24, 2017, and advised the Board that per recommendation of the Succession Planning Committee, the job description stands as written subject to minor typographical errors being corrected.

ii) Committee recommendation report

Director Alfred and Secretary/Treasurer Baker, speaking as members of the Succession Planning Committee, both confirmed with the Board the recommendation to accept the CEO Job Description as originally written and amended with typographical errors corrected.

Discussion ensued. Questions were asked and answered.

iii) Consideration of Resolution 2017-03

Vice Chair Schulte moved to adopt Resolution 2017-03. Director Alfred seconded the motion. The motion passed with six votes in favor and Dr. Pruitt against.

c) **PEER REVIEW ANNUAL REPORT**

The annual report of PSMC's 2016 peer review activities was presented in executive session as such report is maintained as confidential in accordance with the Quality Management Act, C.R.S. Section 25-3-109, et seq. and the Professional Review Act, C.R.S. Section 12-36.5-101 et seq.

d) **BOARD'S ANNUAL REVIEW OF CEO**

The Board performed an annual review of CEO Cochennet in executive session.

Following executive session for the CEO annual review, Secretary/Treasurer Baker moved to approve one hundred percent of the CEO's 2016 at risk incentive pay/bonus. Upon motion seconded by Director Mees, the Board unanimously approved.

**5) REPORTS**

a) **Written Reports (no oral reports were presented unless the Board had questions)**

i) COS Report

No oral report presented. No questions were asked.

ii) CNO Report

CNO, Kathee Douglas, advised the Board that the attached CNO report was a 2016 Transfer Summary per previous request from the last regular meeting of the Board on January 24, 2017, by Chair Floyd. Questions were asked and answered.

iii) PSMC Annual Report

CEO, Brad Cochennet, presented before the Board the attached 2016 annual report of USJHSD. No questions were asked.

Secretary/Treasurer Baker commented on how well-written the report was and suggested to possibly distribute the report to the local newspaper ("*The Pagosa Springs SUN*") to publish for more wide-spread public view.

iv) CAO Report

(CAO Bruzzese presented her report to the Board as overview of the Medical Aid in Dying Act and overview of the job description for next CEO and posting schedule under the Decision Agenda.)

v) CMO Report

Item was originally struck from agenda. There was no report.

b) Oral Reports

i) Chair Report

Item was originally struck from agenda. There was no report.

ii) Strategic Planning

Item was originally struck from agenda. There was no report.

iii) Campus Planning

Item was originally struck from agenda. There was no report.

iv) Succession Planning

Item was originally struck from agenda. There was no report.

v) Contracts

Director Alfred advised the Board that the Contracts Committee did not meet.

vi) Finance Report

Secretary/Treasurer Baker presented before the Board the attached Finance Report, highlighting revenue deductions bad debts, charity and provider fee combined were one percent under budget, resulting in net patient revenues under budget by five percent. PSMC recorded \$30,000.00 in additional reserves for the Medicaid cost report.

CFO Wilson gave an overview of changes being proposed by the governor of Colorado and state legislature relative to the Provider Fee. While it is expected the Provider Fee to approximate what was budgeted for 2017, the changes proposed will result in a state-wide reduction of 43 percent to the Provider Fee to balance the state budget. PSMC's share of the proposed cuts could approximate \$1.1 million. CAO Bruzzese advised the Board that PSMC is supporting Colorado Hospital Association efforts to reach a resolution to this significant issue.

vii) Construction Report

Manager of Executive Offices, Jodi Scarpa, presented before the Board the attached graph and noted that construction is ahead of schedule and on budget.

viii) CEO Report

(CEO Cochennet presented his report to the Board as PSMC Annual Report.)

ix) Monthly In-Depth Report: *Primary Care Clinic, Director Sikendar Fidai*

(Upon recommendation of Chair Floyd and unanimous agreement of the Board, this item has been tabled until the next regular meeting of the Board scheduled for March 28, 2017.)

**6) CONSENT AGENDA**

Chair Floyd opened the discussion briefly recounting the items on the consent agenda and inquired of any questions or objections. Director Dr. Pruitt requested to include the statement: "Director, Dr. Pruitt, requested that the job description include clinical qualifications" to item number four, section c, paragraph i of the Regular Meeting Minutes of January 24, 2017.

Director Alfred moved to approve all items listed in the Consent Agenda: the Regular Meeting Minutes of January 24, 2017, *as amended*, Medical Staff report recommendations for new or renewal of provider privileges

and PSMC 2016 Annual Report. Upon motion seconded by Secretary/Treasurer Baker, the Board unanimously accepted all items of the Consent Agenda.

**7) EXECUTIVE SESSION**

The Board met in Executive Session from 7:04 p.m. to 8:06 p.m. MST pursuant to *the following subparagraphs* of C.R.S. Section 24-6-402(4):

- (b): to receive legal advice on specific legal questions;
- (c): matters to remain confidential pursuant to other federal or state statute – specifically confidential quality and peer review that are confidential per state statutes C.R.S. Section 25-3-109, et seq. and C.R.S. Section 12-36.5-101 et seq.; and
- (f)(I): personnel matters.

**8) OTHER BUSINESS**

There was none.

**9) ADJOURN**

Concluding all decision items as noted herein and there being no further business, Chair Floyd adjourned the regular meeting at 8:09 p.m. MST.

Respectfully Submitted,  
Jodi Scarpa, serving as Clerk for the Board