



NOTICE OF REGULAR BOARD MEETING OF
THE UPPER SAN JUAN HEALTH SERVICE DISTRICT dba PAGOSA SPRINGS MEDICAL CENTER
Tuesday, February 26, 2019, 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) Confirmation of quorum
- b) Board member self-disclosure of actual, potential or perceived conflicts of interest
- c) Approval of the Agenda (and changes, if any)

2) 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.)

3) REPORTS

- a) **Oral Reports** (may be accompanied by a written report)
 - i) ~~Chair Report~~ ~~Chair Greg Schulte~~
 - ii) Contracts Dir. Kate Alfred & Dir. Karin Daniels
 - iii) ~~Strategic Planning~~ ~~Dir. Dr. Jim Pruitt and Dir. Karin Daniels~~
 - iv) CEO Report Chief Executive Officer, Dr. Rhonda Webb
 - v) Finance Report CFO Chelle Keplinger
and Treasurer 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

4) 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 stats 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.

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

a) Peer Review Annual Report

- i) Overview: The confidential annual report of PSMC's 2018 peer review activities is presented in executive session by the Manager of the Medical Staff Office (Krista Starr) 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) Consideration of Resolution 2019-04: Regarding acceptance of PSMC's annual report of PSMC's 2018 peer review activities.

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: 01/22/2019
- c) Approval of Medical Staff report recommendations for new or renewal of provider privileges.

7) OTHER BUSINESS

8) ADJOURN



MINUTES OF REGULAR BOARD MEETING
Tuesday, February 26, 2019
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 regular board meeting on February 26, 2019, at Pagosa Springs Medical Center, The Board Room, 95 South Pagosa Blvd., Pagosa Springs, Colorado.

Directors Present: Vice-Chair Matt Mees, Treasurer/Secretary Dr. King Campbell, Director Karin Daniels, and Director Jason Cox.

Present by Phone: PSMC CFO, Chelle Keplinger.

Director(s) Absent: Chair Greg Schulte, Director Dr. Jim Pruitt, and Director Kate Alfred. (The noted absences were excused due to prior notification.)

1) CALL TO ORDER

- a) Call for quorum: Vice-Chair Mees called the meeting to order at 5:31 p.m. MST and Christine Lucero, serving as substitute for Clerk of the Board, recorded the minutes. A quorum of directors was present and acknowledged by Treasurer/Secretary Dr. Campbell.
- 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.

2) PUBLIC COMMENT

Director Cox mentioned a friend who had been a patient at PSMC that had positive experiences with the care they received.

3) REPORTS

a) **Oral Reports**

i) Chair Report

Item intentionally struck from agenda. There was no report.

ii) Contracts

Director Daniels advised the Contracts Committee met on 02/26/2019 and reviewed the standardized physician contract. Director Daniels stated she learned a lot about the laws governing physicians.

iii) Strategic Planning

Item intentionally struck from agenda. There was no report.

iv) CEO Report

CEO, Dr. Rhonda Webb, noted that CFO Keplinger would be providing a presentation on Medicare 101 during the Finance Report. CEO Dr. Webb then advised the Board that she plans on attending, weather permitting, the upcoming Colorado Hospital Association's 2019 Rural Health and Hospitals conference next week (March 6 – 8) and noted Governor Jared Polis is scheduled to speak at the conference regarding healthcare reform.

CEO Dr. Webb stated that Chair Schulte recently met with the new Executive Director of DOLA, Rick Garcia, who, after hearing about what PSMC is doing in the rural community of Pagosa Springs, asked for a summation of some of the issues regarding rural health care challenges. Chair Schulte, with the assistance of management, provided the statement.

v) Finance Report

CFO Keplinger (present by phone) presented and discussed the attached financial presentation stating the efforts to increase cash and affirm that Turning Point Healthcare Advisors, Inc. has been engaged to serve as consultant per the bond covenants. CFO Keplinger then presented and discussed the attached finance report and educational slides on Medicare 101.

Director Daniels asked a question regarding out of state Medicaid claims. CFO Keplinger answered.

Vice-Chair Mees asked a question regarding the 2019 goal for accounts receivable. CFO Keplinger answered.

Vice-Chair Mees asked a question regarding the difference between gross accounts receivable and net accounts receivable. CFO Keplinger answered.

b) **Written Reports**

i) Operations Report

Please see report. Director Cox asked a question regarding reported inpatient volumes. CNO/COO, Kathee Douglas, and CEO Dr. Webb answered.

Director Cox asked a question regarding reported employee staffing. CNO/COO Douglas answered.

ii) Medical Staff Report

Please see report. There were no questions.

4) **EXECUTIVE SESSION**

CAO, Ann Bruzzese, gave a brief overview of the reason for the need of an executive session.

Director Cox motioned to enter into executive session. Upon motion seconded by Treasurer/Secretary Dr. Campbell, the Board entered into executive session at 6:05 p.m. MST, to receive legal advice on specific legal questions pursuant to C.R.S. Section 24-6-405(4)(b), and matters to remain confidential pursuant to other federal or state statute – specifically confidential quality and peer review stats 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.

Directors present in executive session were: Vice-Chair Mees, Treasurer/Secretary Dr. Campbell, Director Daniels, and Director Cox.

Also present in executive session were: CEO Dr. Webb, CAO Bruzzese, CNO/COO Douglas, COS Dr. Ralph Battels, Manager of the Medical Staff Office, Krista Starr, and Christine Lucero, serving as substitute for Clerk of the Board.

Present by phone was CFO Keplinger.

Vice-Chair Mees adjourned the executive session at 6:26 p.m. MST.

5) DECISION AGENDA

a) Peer Review Annual Report

- i) Overview: The confidential annual report of PSMC's 2018 peer review activities was presented in executive session by the Manager of the Medical Staff Office, Krista Starr, 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) Consideration of Resolution 2019-04: Director Cox motioned to adopt Resolution 2019-04, regarding acceptance of PSMC's annual report of PSMC's 2018 peer review activities. Upon motion seconded by Treasurer/Secretary Dr. Campbell, the Board unanimously accepted said resolution.

6) CONSENT AGENDA

CAO Bruzzese noted a correction to be made on page 3 of the regular meeting minutes of 01/22/2019, paragraph 4b.ii., whereby "CMO, Dr. Ralph Battles" should be noted as "COS, Dr. Ralph Battels."

Director Daniels motioned to approve Board Member absences, the minutes of the regular meeting of 01/22/2019, as corrected, and the Medical Staff report recommendations for new or renewal of provider privileges.

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

7) OTHER BUSINESS

There was no other business.

8) ADJOURN

There being no further business, Vice-Chair Mees adjourned the regular meeting at 6:28 p.m. MST.

Respectfully submitted by:

Heather Thomas, serving as Clerk of the Board