

STEELE MEMORIAL MEDICAL CENTER

203 S. DAISY ST. ~ SALMON, IDAHO 83467 ~ (208)756-5600 ~ FAX (208) 756-4169

BOARD OF DIRECTOR'S MEETING January 22, 2019 MINUTES

- MEMBERS PRESENT:** Dennis Lile, Chair
David Weston, Vice Chair
Kristin Troy, Secretary/Treasurer
Sherry Taylor
Ingrid Fulstone
Rebecca Hilgendorf
James Peterson, CFO
Ex Officio:
Rick Snyder, Lemhi County Commissioner – Voting Member
Jeanie Gentry, CEO
Samuel Gardner, DO
- ABSENT:** Linda Price
Wendy Chesley, Compliance Officer
- OTHERS PRESENT:** Ken Ward, AVP, QHR
Lisa Loughran, CNO
Kevin Smith, Eide-Bailly
Mike Donley
Joel Rea
Libby Brittain
- Minutes recorded by Judy Washbon, Executive Assistant
- CALL TO ORDER:** The meeting was called to order at 4:03p.m. by D. Lile, Chair.
- AMENDMENTS:** **MOTION:** Motion was made and seconded to amend the executive session by removing the Quarterly Compliance Report, Quarterly HIPAA Report and the Annual Auditing & Monitoring Plan. Quarterly reports will be presented in February. Motion carried unanimously.
- MOTION:** Motion was made and seconded to amend the agenda by removing item A. Compliance 2018-2019 Auditing & Monitoring Plan from Section 6. Other Business. Motion carried unanimously.
- MOTION:** Motion was made and seconded to amend the agenda by adding to Section 6. Other Business, item #F: Action item to change bylaws committee members. Motion carried unanimously.

EXECUTIVE SESSION: **MOTION:** Motion was made and seconded to move into executive session under Idaho Code 74-206(1)(a)(b) to consider: Provider Credentialing Reports A-G, Provider Reappointment Reports A-C, ED Physician Staffing, Contract Employee PTO Extension. Motion carried unanimously by rollcall. Executive session adjourned at 4:36 p.m.

PUBLIC COMMENT: None

FY2018 AUDIT REPORT PRESENTATION: Kevin Smith, CPA, Audit Partner with Eide Bailly LLP reviewed and discussed the financial audit results and processes. A power point presentation was delivered and reports were given on:

- Scope of the audit;
- Required Communications
 - i. Significant Audit Findings;
 - ii. Corrected and Uncorrected Adjustments;
 - iii. Qualitative Aspects of Accounting Practices;
 - iv. Estimated Third Party Payor Settlements;
 - v. Management Letter;
- Financial Results and Comparisons;
 - i. Revenue and Expense;

Discussions and Q&A followed.

MOTION: Motion was made and seconded to approve the FY2018 Audit Report as presented. Motion carried unanimously.

MEDICARE COST REPORT:

J. Peterson reviewed and discussed the draft Medicare Cost Report. Handouts were delivered. The settlement estimate will be within approximately 5% either way. David Perry, QHR will also be working on completing the report with J. Peterson and K. Ward. The Board will be required to vote on the report by the February 28th deadline. The Medicare Cost Report will be tabled until the February meeting. Keven Smith, Eide Bailly is asked to complete the audit report with the comfort letter in order for J. Peterson to communicate the information with our lenders.

MOTION: Motion was made and seconded to table the Medicare Cost Report to the February 26th Board meeting. Motion carried unanimously.

BREAK: SESSION adjourned at 5:26 p.m.
SESSION convened at 5:42 p.m.

CONSENT CALENDAR: Included in the consent calendar were the following items:

- Minutes from the November 27, 2018 meeting;
- CEO Report;
- Patient Care Services Report;
- Medical Staff Report;
 - i. Provider Credentialing
 - ii. Staff Transfer

MOTION: Motion was made and seconded to approve the Consent Calendar. Motion carried unanimously.

FINANCE

COMMITTEE REPORT:

November Financial Report: K. Troy reviewed and discussed the November financial report and provided a brief overview of the financial narrative and noted losses were higher than expected, A/R days have been lower. Further discussions followed.

MOTION: Motion was made and seconded to approve the November Finance Report as presented. Motion carried unanimously.

December Financial Report: K. Troy reviewed and discussed the December financials and provided a brief overview of the financial narrative. Discussed lower clinic volumes, overall productivity is holding constant. The employee insurance premiums have lowered this year as well as a decreased deductible from \$1500 to \$1000. Further discussions and concerns followed. K. Ward noted the amount of cash on hand is very good, but shouldn't be used. There have been a few months of predicting losses and need actionable items to help. Further discussion followed, we are faced with a big challenge, but not insurmountable.

MOTION: Motion was made and seconded to approve the December Finance Report as presented. Motion carried unanimously.

OTHER BUSINESS:

Provider Credentialing Reports A-G:

MOTION: Motion was made and seconded to approve the Provider Credentialing Reports A-G as presented. Motion carried unanimously.

Provider Reappointment Reports A-C:

MOTION: Motion was made and seconded to approve the Provider Reappointment Reports A-C as presented. Motion carried unanimously.

ED Physician Staffing:

MOTION: Motion was made and seconded to approve ED Physician Staffing as presented. Motion carried unanimously.

Contract Employee PTO:

MOTION: Motion was made and seconded to approve Contract Employee PTO extension as presented. Motion carried unanimously.

STRATEGIC BUSINESS

PLAN UPDATES:

J. Gentry reported the report is not yet complete and updates will be given at the next meeting.

QHR Update:

K. Ward, QHR AVP reported:

- Bill Donatelli has retired;
- CMS believes hospitals will get more into consumerism, allowing patients to make consumer decisions;
- CMS requires hospital charge masters to be posted and made available to the public. J. Peterson noted this is in effect and available. The suggestion was made to review the web page and spread sheet at the next Finance meeting;

- Board self-assessment survey results. The comment was made that the board assesses themselves and admin, but should admin assess the board;
- Board work sessions discussed;
 - D. Lile stated if there is a specific issue or concern that the board needs to be educated on, then a work session meeting could be called;
 - A suggestion was made when a board member(s) attend a conference, a work session could be arranged to educate the board as opposed to a board meeting report;
 - Examples of work sessions could be a class on compliance, or having a guest speaker;

OTHER:

Discussion was held on the current bylaws committee and bylaws review. R. Hilgendorf requests appointment to the committee.

MOTION: Motion was made and seconded to appoint R. Hilgendorf, replacing D. Lile to the bylaws committee. Motion carried unanimously.

D. Lile would like the candidate review committee to meet soon to begin a candidate search. L. Price will be contacted to schedule a meeting.

ADJOURNMENT:

Meeting was adjourned at 6:45 p.m.