

**EAST PHILLIPS COUNTY HOSPITAL DISTRICT
1001 EAST JOHNSON STREET
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**REGULAR BOARD OF DIRECTORS' MEETING MINUTES
October 23,2018**

ADMINISTRATIVE UPDATE

Hutches gave an administrative update.

REGULAR MEETING

1. CALL TO ORDER

Vice President Rahe called the meeting to order at 7:13 pm with the following members present: Sheila Gift, Michael Woodhead, Gary Rahe, Angela Powell and Steve Young. Others present were Trampas Hutches, CEO, Wes White, CFO, Heather Cloward, Operations Director, Megan Sprague, Ancillary Director, Sharon Greenman, HR Director, Diana Baeza, Administrative Assistant and Max Levy with the Holyoke Enterprise.

2. PUBLIC COMMENTS

None

3. DEPARTMENT UPDATE

Sharon Greenman gave a report on the Human Resources Department.

4. APPROVAL OF MINUTES

Gift moved to accept the minutes from the board meeting held on September 25,2018 and seconded by Woodhead, all approved, motion passed.

5. CONSENT AGENDA

None

6. MONITORING REPORTS

Policy 1.0- GLOBAL ENDS STATEMENT/ MISSION – monitoring report was previously uploaded into the Dropbox. Hutches reports compliance with this policy.

Policy 2.10- BOARD AWARENESS AND SUPPORT – the report was previously uploaded into the Dropbox. Hutches reports compliance with this policy.

Policy 2.5 – FINANCIAL CONDITIONS AND ACTIVITIES – monitoring report was previously uploaded into the Dropbox. White reports compliance with this policy.

Rahe moved to accept the monitoring reports, financials subject to audit, seconded by Powell, all approved, motion passed.

7. GOVERNANCE PROCESS

a. Credentialing – Rahe moved to approve credentials, as presented (see list in the Dropbox), seconded by Woodhead, all approved, motion passed.

b. Auditor RFP Selection and Approval- Hutches stated they went through a process to look for a new auditor. There were three RFPs sent out. DZA (Dingus, Zarecor and Associates), BKD, LUTZ White compared the fees to what we have paid Eide Bailly for audit, cost report and tax

report preparation for the foundation. White and Hutches recommend DZA (Dingus, Zarecor and Associates) for the audit firm for the preparation for the hospital's cost report and the foundation IRS form 990 for the years 2018,2019 and 2020. Rahe moved for engagement with DZA according to recommendation seconded by Gift, all approved, motion passed.

- c. Budget Prep Update: Hutches stated that all the staff has been doing a great job completing the budget. White gave an update on the budget process. Hutches mentioned they anticipate having it done by November. White will be notifying the Holyoke Enterprise to publish the public notice that is required by regulation.
- d. Approval for Bank Account at First Pioneer National Bank for Dental Clinic: White said there is separate software system that will be utilized for the dental clinic and we currently have separate bank accounts for optical, eye care and pharmacy service lines. There needs to be a separate bank account for the dental clinic. Powell moved to approve opening a bank account at FPNB for the dental clinic seconded by Woodhead, all approved, motion passed.
- e. MMHF Foundation Report – Hutches stated they have been busy getting the list together for the Legacy Event for table sponsors and corporate sponsors. The fundraising will go towards the chemo mixing room, scholarship and operations. The Legacy of Thanks is November 11th at noon. The theme for the Legacy Event will be announced November 7th.
- f. Quality Committee Report- Hutches reviewed the quality report.
- g. Holyoke Community Childcare Initiative- Hutches gave an update. RFPs are out for three different architects, and due at the end of the month for three different architects.

8. BOARD SCHEDULE

MMHF Legacy of Thanks – November 11, 2018
Medical Staff Meeting – Tuesday, November 13, 2018
Board Meeting – Tuesday, November 27, 2018

9. REVIEW OF GOVERNANCE POLICY

Policy 3.3- Delegation to the Administrator- this was previously uploaded into Dropbox. No discussion.

10. EXECUTIVE SESSION

Woodhead moved to enter Executive Session (CRS 24-6-402(4)(g) Negotiations: Determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators.), seconded by Gift, all approved, motion passed. The following entered Executive Session at 8:02pm: Rahe, Powell, Young, Woohhead, Gift, Hutches, Sprague and White. The board of directors exited Executive Session at 8:44 pm. Powell made a motion for CEO to move forward to negotiate and sign a contract for full time onsite MRI service seconded by Woodhead, all approve, motion passed. Rahe moved to provide a payroll correction of \$36,131 seconded by Gift, all approved, motion carried.

10. ADJOURNMENT

With no further discussion or motions the meeting adjourned at 8:46 pm.

Angela Powell, Secretary- Treasurer

Date

Steve Young, President

Date