

**MONTROSE MEMORIAL HOSPITAL
BOARD OF TRUSTEES
DECEMBER 3, 2018
REGULAR MEETING MINUTES**

The regular meeting of the Board of Trustees of Montrose Memorial Hospital was held **Monday, December 3, 2018**, at 2:00 p.m. in the Montrose County Board Room, located at 161 S. Townsend Ave, Montrose, CO, 81401.

Call to Order: The regular meeting was called to order at 2:00 p.m. by President Mark Rackay.

Roll call:

Mark Rackay, President	- Present
Joe Saunders, Secretary/Treasurer	- Present
George Glasier, Trustee	- Present (via phone)
Phil Booker, Trustee	- Present
Sheena Yehling, Trustee	- Present

Quorum present.

Also present: County Commissioner Sue Hansen
County Commissioner Keith Caddy
County Commissioner Roger Rash
County Attorney Carolyn Clawson
Michele West
Allison Mason, Assistant Secretary

Pledge of Allegiance

1.0 Public Comments: None.

2.0 Commissioners Comments: County Commissioner Sue Hansen asked if there were to be major changes to the 2018 bylaws (During November, the board reviewed the 2017 bylaws in light of County Attorney Carolyn Clawson's recommendations). President Mark Rackay said the major changes took place in 2016, as they had not been updated for several years and no longer reflected the requirements in the settlement agreement with MMHI, and that this year there were only a few minor clarifications, along with section 4.5 mentioned below in **6.01**.

Hansen then asked for an update on the MMHI Building & Planning Committee, which President Mark Rackay and Secretary/Treasurer Joe Saunders are members of. Rackay explained that the next meeting was scheduled for Monday, December 10. Rackay and Saunders did not attend the prior meeting because they did not receive notice. The prior meeting before that was in June. Saunders suggested that he and Rackay provide an update at the January regular Board of Trustees meeting.

There was disagreement among the commissioners about their attendance at MMHI Finance Committee and Building & Planning Committee meetings, which could create a conflict of interest on their part. MMHI representatives stated during the settlement negotiations that they did not want commissioners at these meetings, because proprietary information would be discussed. On the other hand, the commissioners would not be voting members, and Hansen thought it might be good for the commissioners to be present for preliminary discussions. She also mentioned that the commissioners had been invited to attend hospital inspections. County Attorney Carolyn Clawson suggested that the discussion be continued

in another meeting, since these items were not on the agenda. She agreed to look into it and report back to the board at the January meeting.

3.0 MMHI Board of Directors Report: Trustee Phil Booker reported on MMH's financial status. For the first time since Booker's appointment to the board, MMH made profit in operations. For the year, MMH showed a profit of a little over \$4 million. President Mark Rackay asked if most of that amount was the from Medicaid reimbursement. Booker said the profit was above the reimbursement, and total profits were actually \$5-6 million. County Commissioner Sue Hansen asked if those profits were from any one area. Booker said it would be difficult to say for sure. One area of improvement was in the ratio of employees to beds. It had been running at 7.5 and now was 5, close to the national average. Trustee Sheena Yehling mentioned provider fees, and Booker said MMH showed no profit from provider fees in September.

4.0 Consent Agenda:

Approval of Meeting Minutes (4.01) - Minutes presented: November 5, 2018

Secretary/Treasurer Joe Saunders moved to approve the agenda and accept the minutes as presented. Trustee Sheena Yehling seconded. All in favor; none opposed. **Motion carried.**

5.0 Compliance Report(s):

(5.01) Hospital inspections – Trustee Phil Booker, along with Kjersten Davis from the MMHI Board of Directors, visited IT on November 12. Booker explained that IT is split between the lower level and the fourth floor. The lower level protects the servers and the fourth floor houses the MedTech equipment. MMH would like to combine the two sections, if money and space can be found. Booker also inspected MMH's chapel, which has not had any improvements done since it was built. There are concerns about asbestos when and if reconstruction should take place.

6.0. New Items:

Bylaws review (6.01) – Clawson's revisions clarified a few points and added section 4.5 concerning nomination of trustees as non-voting members of MMHI committees. Secretary/Treasurer Joe Saunders moved to accept the bylaws as presented. Trustee Phil Booker seconded. All in favor; none opposed. **Motion carried.**

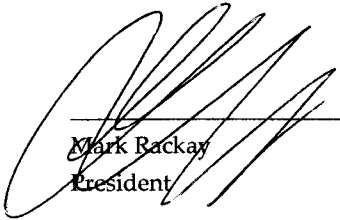
Secretary evaluation (6.02) – Trustees submitted their employee reviews to President Mark Rackay during November. The reviews were favorable, and President Mark Rackay added that he was supportive of Allison's plans to complete the PACE (Professional Administrative Certification of Excellence) and future continuing education courses. Secretary/Treasurer Joe Saunders moved to raise Allison's hourly wage by \$1, effective immediately, and to raise it another \$1 once the PACE is completed. Trustee Phil Booker seconded the motion. All in favor; none opposed. **Motion carried.**

Tim Tinaza resignation letter (6.03) – All board members received former Trustee Tim Tinaza's letter of resignation dated November 9, 2018. Rackay added that the board was now looking for applicants to fill the vacant positions.

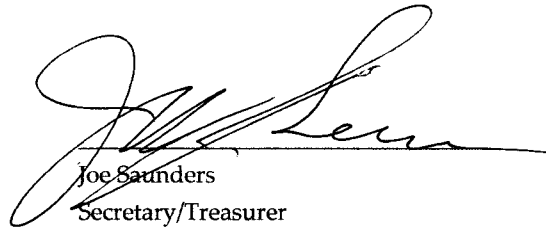
7.0 Old Items: None.

8.0 Financial Report: Secretary/Treasurer Joe Saunders presented the report as follows: November's beginning balance was \$124,267.48. Expenditures in November included payroll, travel reimbursements, Montrose County rent, office supplies, the Microsoft Office subscription, and Uber conferencing. Total expenditures were \$1,369.70. Available funding November 30 was \$127,897.78 After proposed expenditures for December of \$1,127.23, including payroll, travel reimbursements, Montrose County rent, Microsoft Office and Uber conferencing, the estimated balance was \$126,770.55. Trustee Sheena Yehling moved to approve the financial report and pay the bills; Trustee Phil Booker seconded. All in favor; none opposed. **Motion carried.**

9.0 Adjournment: Meeting adjourned at 2:25 p.m.



Mark Rackay
President



Joe Saunders
Secretary/Treasurer

