

**WESTON COUNTY HOSPITAL DISTRICT
BOARD OF TRUSTEES MEETING
May 16, 2024**

Present: Karen Drost, Trustee; Nick Johnson, Trustee; Ann Slagle, Trustee; Mary Rankin, Trustee; Karine Wright West, Trustee; Ted Ertman, Trustee; Nathan West, Trustee

Also Present: Randy Lindauer, Chief Executive Officer; Piper Allard, Chief Operation Officer; Allison Gee, Lubnau Law Office (via Zoom); Kim Scharf, Quality and Compliance Director; Jenifer Stulken, AP; Sharla Zerbst, HR Generalist; Karen Paul, Interim Chief Human Resource Officer; Heather Boyer, Director of Home Health; Melissa Thomas, Manor DON; Deb Hockett, Acute Care DON; Donalda, Infection Prevention and Employee Health; Joy Ohnstad, Pharmacy Manager; Denice Piscioti, Executive Assistant; Lanny Reimer, MD

Visitors: Thomas Steiner, Mary Stroka, NLJ (via Zoom); Walter Sprague, NLJ; Charles Hall (via Zoom); Lisa LaVasser, Weston County Gazette (Zoom); Stephanie Shirk, NLJ; Tommy Davis, D& Co. LLP; Stephen Hartz (via Zoom); Sam Norton (via Zoom)

Call to Order: Karen Drost called the meeting to order at 5:00 pm.

Quorum: Nick Johnson declared a quorum to conduct the business of Weston County Hospital District.

ANN SLAGLE MADE THE MOTION TO ELECT KAREN DROST AS MEETING CHAIR, TED ERTMAN SECONDED AND THE MOTION, CARRIED.

Election of Officers

Nick Johnson made a motion to nominate Ann Slagle for Chairman, Karine Wright West seconded. A unanimous vote for Ann Slagle as President was passed.

Ted Ertman made a motion to nominate Nick Johnson for secretary seconded by Mary Rankin, the vote was unanimous.

Nathan Ballard made a motion to nominate Karen Drost for treasurer Karine Wright West seconded all trustees agreed.

Additions/Changes to the Agenda- Switch adjournment and executive session on the line items. Under new business add Medication Packaging machine for long term care. Other discussion items were added bylaws – meeting time, advertising and board communications under new business. Ted Ertman requested executive session minutes under board communications. Also, under New Business, add H&H letter.

KAREN DROST MADE THE MOTION TO APPROVE THE CONSENT AGENDA WITH AMENDMENTS, TED ERTMAN SECONDED AND THE MOTION PASSED.

Quality Committee – Nick Johnson (chair), Mary Rankin, and Karine Wright West
Finance committee Karen Drost (chair), Ted Ertman & Nathan Ballard
Joint Conference – Nathan Ballard (co-chair), Karine Wright West, and Karen Drist (rotating).
Governance Committee – Ann Slagle (chair), Nick Johnson, and Ted Ertman
Foundation – Karine Wright West
Ethics – Mary Rankin (chair) & Ann Slagle

KAREN DROST MADE A MOTION TO ACCEPT THE COMMITTEE ASSIGNMENTS AS PRESENTED NATHAN BALLARD SECONDED. THE MOTION PASSED UNANIMOUSLY.

NICK JOHNSON MADE A MOTION TO APPROVE THE MINUTES, KAREN DROST SECONDED AND THE MOTION CARRIED.

Visitor Comments: Lanny Reimer requested to be included in any discussion regarding Hometown Medical Clinic and WCHS if it were to be discussed in Executive Session.

CEO REPORT –

- We are investing in our Compliance, Risk, Privacy and Security Programs.
- We are investing in our Electronic Medical Records – Epic.
- We had our State Trauma Survey last week. No deficiencies. They gave us Provisional Status. They stated we need to beef up our Compliance and Q.A. program as well as recommended selecting someone as the Trauma Manager. A big thank you to Deb Hockett, Acute DON, and Dr. Franklin for getting everything ready. They will return in one year.
- Community Needs Assessment. We have one Bid from Redi Health at \$25,000.00 and are waiting on Align to submit their proposal to me. Align did the last survey 4 years ago and we are due for one in 2024.
- Radiology construction update. Phillips will begin de-installation of the old room on June 11th and delivery of the new room on July 8th with installation taking 2 weeks and then training.
- The Bulk Oxygen bids are to be in by May 21st to Mike Glassing with Cushing Terrell. Drawings were sent to the State Fire Marshal and have been approved and waiting to hear back from the Department of Health on approval.
- The 2023 Audit will be presented from DZA out of Washington State at the June Board meeting.

Strategic Initiatives

- **Financial - Fiscal year –**
 - Cash flow all money income, expenses money paid out – see attached.

Finance Committee Report –

- **Quality**
 - **Medical Staff Credentialing**

NICK JOHNSON MADE THE MOTION TO ACCEPT THE CREDENTIALING OF KEVIN BOYD; JACOB PA KAREN DROST SECONDED MOTION CARRIED.

- **Medical Staff Report –**
 - Pharmacy back orders were discussed. Some manufacturers are pulling medications and no longer making them, they will be watched closely by the Pharmacy Manager to make sure we have what we need.
 - Compound for Parkinson's to make it a liquid form for a resident.
 - CT guidelines new protocol addressed. Radiology requested a standing order to follow the protocol's timeline.
 - Oral contrast barium is going away due to the high quality of imaging.
 - Both Ultrasound technicians are close to completing the carotid training. They will both be doing the scans for the time being to check each other.
 - X-ray will begin demolition in June and the plan is to be up and running by the first of August.
 - The lab is getting quotes on equipment for the clinic.
 - Nursing home census is 41. Waiting for paperwork to be completed on a community member to be admitted.
- **Quality Report**
 - ActionCue, performance improvement and reporting system was demonstrated.
 - Patient satisfaction surveys 1200 went out 16.77% we returned which is a 2% increase from the previous month.
 - Currently we have five temporary C.N.A.s – four in LTC and one in Acute care.
 - WCHS is implementing the international Daisy award to recognize nursing staff for all the good care they give. The Daisy launch party was on Monday, May 12, 2024. Also, we will have a Petal award for non-nursing staff – anyone who works with patients. Anyone can submit nominations - community and staff.
 - We are working on the 5-Star quality measure. Recently, we have learned when residents are admitted to the ER our quality score is affected. Providers have been ordering outpatient procedures before sending residents to the ER.
 - ED wait times are good but wait to transfer times have been a little high due to hospital diversion.

- Home Health is excited to have a new nurse starting in a couple of weeks.
- The clinic survey return rate went down by 1%.

OLD BUSINESS

- **Radiology Update** – An update was given in the CEO report.

OTHER REPORTS

A. GOVERNANCE –

B. FOUNDATION –

C. PRESIDENT COMMUNICATION –

- The goal is to do the best we can together as a board by coming together to make decisions whether we agree or disagree.

NEW BUSINESS

A. Durbin Assessment of Financial Statements –

- Audit for 5-30-23 is not finished. Audit open items list incomplete.
- Not all bank reconciliations have been completed – are in the process of being brought current.
- Monthly accounting entries not complete. Currently, we have no staff available to make the monthly entries.
- Fixed Asset/Depreciation schedule incomplete.
- Other amortization schedules are incomplete.
- AP had not been balanced since 6-30-23 or going forward.
- There is a third student loan for which HR is keeping a manual repayment schedule.
- CIP schedule is not set up.
- Meditech data not converted.
- Sage general ledger balances set up at 1-1-24 – incorrect balances. Live with Sage didn't happen until 2-1-24.
- 10 bank accounts have not been reconciled.
- Payroll is being generated through ADP – some manual entries are still having to be made.
- Current financials are not being generated.
- Their goals would be to help WCHS through this crisis. Teach us how to move forward and to provide the board with accurate and updated financials each month.

B. Provider Contracts – We are currently working on contracts for the clinic with midlevels, and John Haeberly MD. We should have them ready to present to the board next month.

C. Privacy Coach – Board and attorney to move forward with compliance, policy education and training.

D. Medication Packaging machine –

- Machine in Pharmacy packages meds for Manor, Clinic, Acute – which processes approximately 5200 doses per week is at end of life. Med errors,

dumping, crushing, and packaging wrong meds. 10-year live span. 5 to 6 hours someone needs constant watch. 2007 software security risk. An Oasis team was started with Manor to look at options. The machine recommend is the BD Parata 320 Bundle medication packager for \$467,287.68. It will take Parata 90 days to bring the new machine on sight and for it to be integrated into our system. The support team will come from Denver, CO. if something goes wrong with the machine.

KAREN DROST MADE THE MOTION TO PURCHASE THE BD PARATA 320 BUNDLE MEDICAITON PACKAGER FOR A COST NOT TO EXCEED \$467,287.68 TERMS TO BE WORKED OUT BY THE FINANCE COMMITTEE AND THE CEO, NATHAN BALLARD SECONDED, MOTION PASSED.

- E.** Bylaws - Work together slowly deliberately, together, and correctly. Create a working document everyone can see was suggested. Alison also offered to edit the document. It was suggested to return the meeting to 5:30 pm as stated in the current by-laws.
- F.** Advertising was agreed to be both newspapers, radio, online with more communication with the community.
- G.** Board Communications – it was asked to keep the board in the loop with the activities with the facility.
- H.** Executive Session minutes – kept with Alison and legally belong to the board who hears them. Historically Alison has taken them and minutes are reviewed by the board chair. The decision is up to the board on how they review the executive session minutes.
- I.** H&H Leadership Solutions letter read by Kari Drost which states H & H will fill current contractual arrangements and will not pursue future agreements.

NATHAN BALLARD MADE THE MOTION TO GO INTO EXECUTIVE SESSION AT 8:04 PM FOR W.S.16-4-405(a) (ix) CONSIDER OR RECEIVE INFORMATION CLASSIFIED AS CONFIDENTIAL BY LAW; (x) CONSIDER POTENTIAL TENDERING OF EMPLOYMENT AND TERMS. NICK JOHNSON SECONDED. THE MOTION PASSED.

Public session rejoined at 11:16 pm

KARINE WRIGHT WEST MOVED TO ADJOURN THE MEETING SECONDED BY MARY RANKIN. THE MOTION WAS UNANIMOUSLY APPROVED, AND THE MEETING WAS ADJOURNED AT 11:20 PM

Ann Slagle, President

Nick Johnson, Secretary