

**Mountainview Medical Center
Board of Directors Meeting
August 25, 2010**

Present: Bill Galt – Chair, Chad Evans, Otto Ohlson, Shane Sere day, Bill Schendel, Woodie Jarvis, Lisa Gilbertson, Aaron Rogers – CEO, Tony Pfaff, Cathy Pfaff – Cypress Healthcare.

Absent: Chris Schlepp

1. Call to Order

Bill called the meeting to order at 7:02 p.m.

2. Minutes

Bill asked if there were any corrections or additions to the minutes of 7/28/2010. Motion made by Woodie to approve the minutes as they stand, seconded by Shane. **Motion Passed**

3. CEO Report

Aaron reported that Pearl Dalgarno is the new DON and introduced her to everyone. He also noted that he appreciates her good job as a nurse and expects great things.

It has been requested that we report all surveys and things that go on in the facility; we did have a state surveyor present last Wednesday unannounced. She came to investigate 7 or 8 complaints; filed by a community member on behalf of other people. She was only onsite for 3 hours and the hospital is in complete compliance; there were “no deficiencies”. Her estimated time frame for the investigation was up to 2 days. Their report stated “the CAH was found to be in compliance with Emergency Services, Staffing and Staff Responsibilities, Provision of Services, and Resident Rights.” That is a big pat on our back to get that from a state surveyor. For instance when OSHA came in, it is very rare not to get sighted. Bill asked if Aaron had heard any complaints, no, he hasn’t heard any. Jason had requested we report all surveys. Aaron wanted to make sure everyone knew.

4. Financials

It was another tough month; which is typical of summer. We are trying to rebound and get more patients. There were more patients than typical for July or August.

- Net loss was \$100, 261
- AR days were 48.4
- Net patient revenue was \$223,257
- Checking Account balance was \$166,943.87

Aaron stated that we would like to collect more cash. Bill Schendel asked if we had received the tax mill money. Yes, it will show on the August financials. Christina stated that it was deposited on August 4th.

The annual audit for the end of the fiscal year was last week. They were onsite for 4 days and went through a significant amount of detail; more than before. They were familiar with a lot of things; therefore had more time to look into other things. There is no report from them yet.

The cost report preparer, Brent Wing, will be at the facility on August 31st. The cost report goes in conjunction with the audit. We will know more next month.

Due to the fact that Joy has accepted the job of payroll/accounts payable at MMC and is an employee; she can no longer be on the board. This is bitter sweet; the board will miss her and appreciates the job she did as a director. Due to this we are now down to two check signors. One signor position was vacated prior and now Joy can no longer sign. This only leaves Bill Schendel and Otto. Two more signors are needed; preferably someone close to town or in town. Lisa stated she was willing and usually available. A couple members then volunteered Shane. Otto made the motion to appoint Lisa Gilbertson and Shane Sereaday as two additional check signors. Motion seconded by Bill Schendel. **Motion Passed.**

5. Medical Staff

Ron Hamm PA-C has been hired by the facility. Otto made the motion to approve him for medical staff privileges. Motion seconded by Bill Schendel. **Motion Passed**

Dr. Kidder is here this weekend and Ron will be orienting with him. He is credentialed and ready to work.

6. DON Report: June

- 47 ER visits
- 14 acute days
- 30 skilled swing days
- 375 intermediate days
- Census of 12.1 long-term care patients
- 3 Nurse hires: NA's
- Traveler shifts: 29 CNA, 0 RN, 1 LPN

QA meeting was scheduled the day of unannounced state survey; therefore it was rescheduled but cancelled again. No satisfaction surveys were returned in July. A thank you note was received from Benefis thanking us for the great prep work done on a chest pain patient sent to them who was having a MI. Outcome was good.

Bill asked Pearl how things were going as DON; Pearl stated she is still learning!

7. Board Chair

Bylaw change: this is the proposed revision from last month changing the date of regular meetings from the fourth Monday of each month to the 4th Wednesday. Bill Schendel moved to change the bylaws as proposed, seconded by Chad. **Motion Passed**

County appointees: Herb Townsend – County Commissioner was present so Bill requested that he explain the situation. Herb stated based on the recommendation from the County attorney, the Commissioners will not appoint anyone from County to the hospital board because

of liability. They don't have control. Their responsibility is the County money, not running the hospital. The Commissioners have withdrawn their two appointees and asked them to resign. They did and if they felt they wanted on the board, the hospital board could appoint them. Bill Galt asked Herb if those people could serve on the district board. If they want, the Commissioners are accepting names of people that would like to be on hospital district. They can't elect anyone until next May; so they will appoint people for the interim, until the election in May. Their goal is to have them elected by the tax payers. Question was asked if any have expressed an interest in remaining on the hospital board – no- actually Jim told Otto he was fired. Herb stated that was Jim's humor – he showed some interest in serving outside of being appointed by the Commissioners. It was stated if they still want to serve to contact us.

Current bylaws state the number Directors are no more than 12 nor less than 7. This was changed a year ago assuming the County would appoint three. It has been recommended to change the bylaws to 7-9 directors. Lisa recommended/made the motion to change the bylaws to be a minimum of 7, maximum 9. Bill Schendel seconded the motion. Discussion: currently there are eight directors. Motion was restated to amend the bylaws from maximum 12 to 9. **Motion Passed**, starting the 30 day process. Comment was made that the verbiage about commissioner appointees needs to be removed also. Otto moved to amend the existing motion to remove section allowing commissioners to appoint 3 directors; Lisa seconded. **Motion Passed**. Herb then clarified that the attorney suggested doing away with 3 County appointees; the Commissioners took action.

Bill then stated there is one vacancy. The only person who has applied is Rick Seidlitz. Woodie made the motion to appoint Rick, Shane seconded. **Motion Passed**. Rick was then invited to join the group.

8. Information Items - none

Public Comment - none

Adjourn - an executive session will be held to discuss personnel issues. Motion made by Shane to adjourn, Lisa seconded. Meeting adjourned at 7:25 p.m.