A meeting of the Board of Trustees of Crawford County Memorial Hospital was held on Monday, July 28, 2014 in the hospital’s Meeting Rooms C-D. Present were Larry Struck, Greg Kehl, Thomas Eller LaVerne Ambrose, Carol Swanson, Virgie Deiber-Henningsen, Bill Bruce (CEO), Nancy Carlson (CFO), Diane Arkfeld (DON), Brad Bonner (Legal Counsel), Rachel Melby (Controller) and Wendy Frank (Recorder). Absent was Kevin Fineran.

The meeting was called to order at 5:37 p.m. by Chairman Eller.

**APPROVAL OF LAST MINUTES.** A motion was made by Ambrose, second by Kehl, to approve the minutes as distributed. Motion carried unanimously.

**NOTE:** The format of the meeting has been changed. Due to length of the meeting, Chairman Eller asked that review of the committees be limited to questions regarding the minutes that were provided to each Board Member prior to the board meeting. Each Board Member will be responsible for reviewing the minutes prior to the board meeting and presenting any questions they may have.

Struck questioned if the public will still get the full details of the committee minutes. The answer was yes. In addition to Trustee distribution, copies are e-mailed to the Denison Bulletin and any others requesting same as a part of the full Board packet.

**MISSION COMMITTEE.** The Mission Committee meeting was held on July 17, 2014. Questions included the following:

- Swanson asked when the City Center location will be remodeled to take advantage of the additional Rural Clinic funding? Answer: The floor plan is currently out for bids from local contractors.
- Kehl wanted to know what it meant that Bill would be researching a separate company for the Collaboration agreements. Answer: We are reviewing ways to better bridge the gap between public and private collaboration.

**QUALITY COMMITTEE.** The Quality Committee meeting was held on July 24, 2014. Questions / Comments included the following:

- Kehl mentioned that revenues were up and the trends are also moving up which is a good sign. He also noted that Dr. Hasik’s deliveries are up as well as the other providers.
- Kehl mentioned that Iowa Department of Public Health’s request to provide condoms in the clinic is being referred to the Medical Staff for review and decision.
- Struck noted that the radiology department is doing very well and has showed an increase in business since moving to the new facility.

**FINANCE COMMITTEE.** The Finance Committee meeting was held on July 22, 2014. Questions, Comments and Recommendations included the following:

- Eller was concerned that the number of days of cash on hand went down to 144 days of cash. Answer: Nancy shared that we have invested our cash in the new building construction and, therefore, lowered our days of cash on hand. She also noted that 144 days of cash on hand is still a lot of money resulting in over 10 million dollars of cash on hand. Nancy added that CCMH has seen increase in revenues in the month of June, which is usually a slower month for revenues.
The Finance Committee made three recommendations to the board
1. Recommend the Board approve $7,522.76 in write-offs and $35,802.56 in recoveries
2. Recommend Board approval of Accounts Payable of $2,077,653.98 for payment
3. Recommend the Board Approve the 72 month term Tax Exempt Financing Lease with GE Healthcare Public Finance for the purchase of a new CT.

The following actions were taken:
- A motion was made by Struck second by Ambrose, to approve write-offs in assets of the hospital, but still subject to collection, in the amount of $61,024.19 and recoveries in the amount of $29,888.66 as well as $2,077,653.98 in Accounts Payable for payment. Motion carried unanimously.
- The CT Scanner will be discussed later in the agenda.

OLD BUSINESS.
- Dialysis Update
  - The documents are in legal for final review. There have been a few changes but nothing that would cause concern which would prevent progress toward a goal of providing dialysis services in Denison.
  - Fresenius wants to locate the building close to the hospital. Don and Bill are talking to 3 different investors that would build the building and then lease it back to CCMH. At the end of the lease, CCMH would likely own the building.
  - The Dialysis Taskforce on a regular basis.
  - After the agreements come back from the legal review, the Board would like to have a final review of the documents in a special Board meeting.
- Accounts Receivable Policy / Procedure Progress
  - The finance Committee is reviewing the initial operational policy making sure the language of the policy fits Board policy intent. The Policy will then go to Brad Bonner for legal review/revision. Careful attention will be made over the definition of indigent. The policy should be returned for additional Board discussion next month.
- Physician Recruitment Update
  - Dr. Erlandson is expected to start in August. He is a nephrologist from Sioux City.
  - Dr. Matthews is scheduled to start seeing patients the first Monday after Labor Day.
  - Due to vacation schedules with the physicians, a meeting with the urology group has been delayed.

NEW BUSINESS.
- Policy Review/Revision: Conduct at Public Meetings
  - Bill presented the following changes to the Conduct at Public Meetings policy.
    - Adding the words “By Appointment” to #1 Addressing the Board of Trustees
    - Addition to Suspension of Rules - states, “Public Forum: At the beginning each regular meeting of the Board of Trustees a time shall be on the tentative agenda to enable citizens to voice information regarding CCMH to the Trustees. The time for each person will be set by the presiding officer of the meeting. In addition, the presiding office may, at his/her discretion, cancel the Public Forum time if considered by presiding officer said time is needed for other matters as may come before the Board.”
  - A motion was made to accept the revision of the Conduct at Public meetings policy by Swanson, second by Deiber-Henningsen. The measure passed with a majority vote as follows:
    - Yes votes included Swanson, Kehl, Deiber-Henningsen, Struck, Eller
    - Opposed vote was Ambrose
- Trustee Meeting Organization & Agenda content discussion / action
  - Should the Board adopt reviewing one committee in depth per quarter? The consensus of the board was to leave the new format as is and review the format at a later date.
- VP/CFO Resignation – Nancy Carlson has turned in her resignation. Taking her place as acting CFO will be Rachel Melby.
CT Scanner Recommendation
- The finance committee recommended that the Board Approve the 72 month term Tax Exempt Financing Lease with GE Healthcare Public Finance for the purchase of a new CT.
  - This will be a capital lease at 3.25%. The capital lease will allow CCMH to own the unit after the 72 month lease has been paid.
  - Motion to approve the 72 month term Tax Exempt Financing Lease with GE Healthcare Public Finance in the amount of $595,120.90 for the purchase of a new CT was made by Struck, second by Deiber-Henningsen. Motion carried unanimously.

Ambulance RFP Review
- CCMH is currently requesting bids for the Ambulance Chassis from local dealers.
- The plan is to proceed as noted in the enclosed materials.
- The Finance and Board of Trustees will review the bids and recommendation prior to authorization of a purchase.

EXECUTIVE SESSION Pursuant to Iowa Code Section 21.5 (1)(a) Credentialing/Privileging. At 6:51 p.m., the Board went into Executive Session and returned to Open Session at 7:01 p.m. motion by Ambrose, second by Struck. A motion was made by Ambrose, second by Struck, to acknowledge the recommendations for approval by the Medical Staff for the following new appointments and reappointments.

New Appointments
Earl Williams, CRNA

Reappointments
Joshua Morais, MD
Vikrant Salaria, MD

A second motion was made to approve the new appointment of Earl Williams, CRNA and Reappointments Joshua Morais, and Vikrant Salaria subject to compliance of employment privileges by Swanson, second by Deiber-Henningsen. Motion carried unanimously.

CEO REPORT – The CEO Report was presented by Bill Bruce. Topics of discussion included the following:
- Changes in healthcare regarding clinical affiliations
- Clinical Affiliation agreements will go through the Mission Committee with recommendations going to the board. The Finance Committee will also review the financial aspects of the agreement.

ADJOURNMENT: There being no further business, a motion was made by Struck, second by Ambrose, that the meeting be adjourned at 7:34 p.m. Motion carried unanimously.