

A meeting of the McAlester Regional Health Center Authority was held at 4:00 PM, on Wednesday May 02, 2018 at McAlester Regional Health Center in the Administration Board Room. Public notice, setting forth thereon the day, time and place for this regular meeting had been delivered to the office of the City Clerk at 11:55 AM on Tuesday May 01, 2018.

**TRUSTEES PRESENT:**

Cara Bland ~ Evans McBride MD (arrived at 4:08) ~ Susan Kanard ~ Mary Shannon, Vice Chairman ~ Brent Grilliot ~ Mark Sehgal, MD ~ Kevin Priddle ~ Weldon Smith, Chairman ~ Ray Dixon, M.D.

**TRUSTEES ABSENT:** None.

**HOSPITAL STAFF:**

David Keith, Sonya Stone, Recording Secretary, Darryl Linnington, Shawn Howard, Tim Cathey, M.D., Kim Stout, Shawn Eaton, Lucy Muller, Tracy Cox.

**OTHER ATTENDEES:**

Rachel Jordon, Legal Counsel, Christopher Beene, M.D., Pete Stasiak, City Manager, Teresa Huggins, FQHC, Clint Hardison, APMC, Robert Samples

**CALL TO ORDER:**

Chairman Smith called the meeting to order at 4:00 PM.

**Public Comment:** None

**Consent Agenda:**

- 1. MRHCA Board of Trustees minutes for April 04, 2018
- 2. Credentialing List as follows:

- A. Approval of appointments for Provisional privileges for One (1) year per the recommendation of the Medical Executive Committee:
  - a. Kevin Wade, MD ~ Active Staff ~ Pediatrics
  - b. Daneal Dobbs, APRN-FNP. ~ Affiliate Staff ~ Allied Health-Urgent Care
- B. Approval of appointment for reappointment privileges for Two (2) years per the recommendation of the Medical Executive Committee:
  - a. Kent Schmidt, APRN-CRNA ~ Affiliate Staff ~ CRNA

**3. Appointment of Ms. Krystal Bess to the MRHC Foundation Board**

A Motion was made (Bland) and seconded (Grilliot) to approve consent agenda items one (1) through three (3) as presented. The vote was taken as follows: Aye: Cara Bland, Brent Grilliot, Mark Sehgal, M.D., Susan Kanard, Ray Dixon, M.D., Mary Shannon, Kevin Priddle and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the motion carried.

**Consideration and approval of Board of Trustees Policies (Annual Review):**

- 1. Audit & Corporate Compliance Committee. Revision: Remove Definitions paragraph
- 2. Finance Committee. Revision: Remove Definitions paragraph
- 3. Quality Improvement Committee. Revision: Remove Definitions paragraph
- 4. Ad Hoc Committee. Revision: Remove Definitions paragraph

5. Job Description\_MRHCA Board of Trustees. Remove the word "Diverse" from the Core Competency Requirements section.
6. Executive Succession Plan

Following a review and discussion a **Motion** was made (Priddle) and seconded (Shannon) to approve the Board of Trustee policies to include the recommended revisions listed above as presented. The vote was taken as follows: Aye: Kevin Priddle, Mary Shannon, Cara Bland, Brent Grilliot, Susan Kanard, Evans McBride, Ray Dixon, M.D., Mark Sehgal, M.D. and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried.

**Wound Care Update:** Ms. Shawn Eaton provided an update on the Wound Healing Center. She reported the Center is averaging approximately twenty new patients per month to add to the current panel of 75-80 patients per month. She stated she continues to focus on new patient growth and manage existing patient attrition. Ms. Eaton reported the Center is showing consistent improvement and growth and performing close to or beyond the pro forma expectations. She stated the hyperbaric performance volume is consistent and aligned with pro forma; however the target is to keep volumes closer to or exceeding pro forma targets. A new assessment process focused on early identification of eligible patents is critical to success. Ms. Easton also shared the financial performance, healing statistics and plans for continued program development.

**Southeast Alliance Network (SEAN) educational presentation:** Mr. Darryl Linnington and Ms. Teresa Huggins provided an educational presentation regarding the Southeast Alliance Network including the hospitals collaboration with FQHCs. Mr. Linnington reported SEAN is comprised of CEOs from fourteen Counties focused in rural areas with a high level of poverty, poor health indicators and considered to be medically underserved. He reported the Network is committed to adding value to the communities. He added SEAN currently completed a community needs assessment and is working on strategic planning, an inventory of available services, shared resources and a provider "value network". Mr. Linnington also discussed care coordination patient engagement, cost avoidance, opportunities for funding and the composition and structure of Southeast Alliance.

**CEO Report:** Mr. David Keith opened the floor to Ms. Tracy Cox who provided a recruiting update including an announcement of three new physicians that will join MRHC in the near future: Dr. John Tedesco, General & Cosmetic Surgery, Dermatology; Dr Kevin Wade, Pediatrician and Dr. Pedro Cardich, Neurology. Dr. Tim Cathey provided an update regarding the new Emergency Room project, the parking lot expansion project and a wayfinding project to add directional signage to the exterior Parking lots. Ms. Kim Stout provided an update on nurse recruitment activities. She shared that she is working with the MRHC Foundation to host a "Nurses Night Out" concert to raise money for nursing scholarships. Ms. Stout stated the goal is to 'grow our own' nurses internally with the help of the scholarship funds. In closing Mr. Keith reported there will be a signing ceremony of the Atoka County Medical Center Management Agreement on May 3, 2018. He invited the Board to participate in the ceremony at Atoka, Oklahoma if they were available.

**Chief of Staff Report:** Dr. Christopher Beene reported the Medical Staff will be voting on a new Chief of Staff on May 30, 2018. Two candidates will be considered: Dr. Michael Mann and Dr. Michael Grossman. The new Chief of Staff will be introduced at the next Board of Trustee meeting. He reported the Urology Specialist of Oklahoma group is up a running and doing very well according to feedback. Dr. Beene reported the Continuing Medical Education (CME) Committee has dissolved. He added Medical Staff leaders are considering using that time every other month to interact with administration for development planning purposes.

**Consideration and approval of Finance Report for March 2018:** In the absence of Mr. Jim Fraser, CFO, Mr. Darryl Linnington provided an overview of the March 2018 Financial Reports. He reported for the month of March there was a net operating gain compared to budget and the prior year. EBIDA was also positive

Initials \_\_\_\_\_

compared to budget and the prior year. He reported MRHC showed a net operating loss compared to budget and volumes were mixed with inpatient discharges, outpatient registrations, emergency department visits and surgeries down slightly from prior year. He closed by stating the unrestricted cash balances increased to 152.0 days cash on hand and there was a continued improvement in labor management showing a reduction of 92 FTEs from prior year. A **Motion** was made (Sehgal) and seconded (Grilliot) to approve the March 2018 Financial Reports as presented. The vote was taken as follows: Aye: Mark Sehgal, M.D., Brent Grilliot, Mary Shannon, Ray Dixon, M.D., Evans McBride, Kevin Priddle, Susan Kanard, Cara Bland, and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried.

**Consideration and approval of Capital Equipment Request (CER) for Cooling Tower #2 Replacement:**

Dr. Tim Cathey presented a Capital Equipment Request for a cooling tower, upgraded controls, valves and stainless steel containment. He reported this Cooling Tower is the second out of three that were in critical need of replacement due to aging. He added the project cost of \$165,986 will be taken out of the annual budget; \$75,000 will be paid up front to begin building the tower. The tower will take approximately six months to build and the installation will occur at the end of the year at which time the remainder of the cost will be paid. He added the life expectancy is fifteen years. Dr. Cathey stated he will bring the third tower replacement before the board in the next fiscal year budget. A **Motion** was made (Priddle) and seconded (Sehgal) to approve the Capital Equipment Request for a cooling tower, upgraded controls, valves and stainless steel containment at a cost of \$165,986 as presented. The vote was taken as follows: Aye: Kevin Priddle, Mark Sehgal, MD, Susan Kanard, Brent Grilliot, Cara Bland, Ray Dixon, MD, Mary Shannon, Evans McBride and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried.

**Consideration and approval of VA lease amendment:** Mr. Darryl Linnington presented a Veterans Administration (VA) lease amendment. He reported in fall of 2017 a ten year lease was signed with the VA to move their clinic to the MRHC Medical Office Building. He added we have been working with the architect on space planning for the clinic. He reported originally the cost of the project was \$750,747 and as a result of scope changes the project is now \$1,192,500. The VA has agreed to honor this amount; however they requested to increase the agreed upon monthly rental rate to pay out the overage in the first five years of the ten year lease. A **Motion** was made (McBride) and seconded (Shannon) to approve the Veterans Administration lease amendment as presented. The vote was taken as follows: Aye: Evans McBride, Mary Shannon, Mark Sehgal, MD, Ray Dixon, MD, Kevin Priddle, Susan Kanard, Brent Grilliot, Cara Bland and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried.

**New Business: None**

**Executive Session:** 25 O.S. § 307(B) & 25 O.S. § 307(C) ~ Discussion and Action ~ Weldon Smith, Chairman

**25 O.S. § 307(B) (4):** "Confidential communications between a public body and its attorney concerning a pending investigation, claim, or action if the public body, with the advice of its attorney, determines that disclosure will seriously impair the ability of the public body to process the claim or conduct a pending investigation litigation, or proceeding in the public interest."

1. Discussion regarding pending legal action of terminated employee.

**25 O.S. § 307(C)(10):** "All nonprofit foundations, boards, bureaus, commissions, agencies, trusteeships, authorities, councils, committees, public trusts, task forces or study groups supported in whole or part by public funds or entrusted with the expenditure of public funds for purposes of conferring on matters pertaining to economic development, including the transfer of property, financing, or the creation of a proposal to entice a business to locate within their jurisdiction if public disclosure of the matter discussed would interfere with the development of products or services or if public disclosure would violate the confidentiality of the business"

1. Discussion regarding proposal for Assisted Living partnership

**A motion** was made 5:37 PM by (Priddle) and seconded (Bland) to enter into Executive Session.

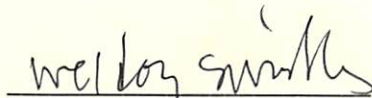
The vote was taken as follows: Aye: Kevin Priddle, Cara Bland, Brent Grilliot, Susan Kanard, Evans McBride, Ray Dixon, MD, Mark Sehgal, MD, Mary Shannon and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried unanimously.

**A motion** was made 6:14 PM by (Bland) and seconded (Sehgal) to come out of Executive Session.

The vote was taken as follows: Aye: Cara Bland, Mark Sehgal, MD, Evans McBride, Susan Kanard, Ray Dixon, MD, Mary Shannon, Kevin Priddle, Brent Grilliot and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried unanimously.

**Action taken during Executive Session:** A motion was made (Bland) and seconded (Priddle) to enter into a Letter of Intent with Belfair. The vote was taken as follows: Aye: Cara Bland, Kevin Priddle, Susan Kanard, Brent Grilliot, Mark Sehgal, MD, Ray Dixon, MD, Mary Shannon, Evans McBride and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried unanimously.

**Adjournment:** With no further questions or business to come before the Board, a motion was made (Bland) and seconded (Sehgal) to adjourn the meeting at 6:34 PM. The vote was taken as follows: Aye: Cara Bland, Mark Sehgal, MD, Brent Grilliot, Susan Kanard, Kevin Priddle, Evans McBride, Ray Dixon, MD, Mary Shannon and Weldon Smith. Nay: None. Absent: None. Abstain: None. Chairperson Smith declared the **motion** carried unanimously.



Weldon Smith ~ Chairperson



Mary Shannon ~ Secretary

/sds