

A meeting of the McAlester Regional Health Center Authority was held at 4:00 PM, on Wednesday January 04, 2023 at McAlester Regional Health Center in the Administration Board Room. Public notice, setting forth there on the day, time and place for this regular meeting had been delivered to the office of the City Clerk at 08:08 AM on January 03, 2023.

**TRUSTEES PRESENT:**

Mary Shannon, Chairwoman ~ Sayer Brenner ~ Marti Fields ~ Damon Mascoto ~ Johnny Zellmer, MD ~ Christopher Beene, MD ~ Susan Kanard ~ James Bland

**TRUSTEES ABSENT:** Brent Grilliot

**HOSPITAL STAFF:**

Sonya Stone, Recording Secretary, Cheryl Perry, Ken Mathews, Lucy Muller, Whitney Hull, Julie Powell, Wendy Thorpe, Jimmy Davenport, Scott Yoder, Kamron Dugan, Chad Gragg, Dr. Jonathan Rohloff.

**OTHER ATTENDEES**

Maggie Martin, Legal Counsel (via conference phone); Mr. John Titsworth.

**CALL TO ORDER:** Chairwoman Shannon called the meeting to order at 4:00 PM

**Public Comment:** None

**Consent Agenda:**

1. MRHCA Board of Trustees minutes for December 07, 2022
2. December 2022 Agreement Log

A motion was made (Fields) and seconded (Kanard) to approve items 1 and 2 of the Consent Agenda as presented. The vote was taken as follows: Aye: Marti Fields, Susan Kanard, Johnny Zellmer, MD, Sayer Brenner, Jim Bland, Christopher Beene, MD, Damon Mascoto, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.

**Finance Committee Report:**

1. **Discussion and approval of Resolution Authorizing Execution of Documents Extending the Term of Belfair of McAlester's Loan with BancFirst for an additional year:** Mr. Russell Ramzel, Attorney, reported the resolution gives authority to Mr. Shawn Howard, CEO to negotiate and deliver an extension to the Belfair loan with BancFirst in the current amount of approximately \$6.7M, with a maturity date of 12/11/2022. The extension will be through 1/11/2024 with the same terms and payment obligations however, the interest rate will increase from 4.0% to 4.7%. He stated this agreement allows for continued operations of Belfair while giving thought to refinancing the loan at a later date. Mr. Ramzel reported pursuant to a Resolution of the Board in July 2022, MRHC now owns 75% of Belfair of McAlester effective December 31, 2022. Dr. Zellmer pointed out that we now own 75% but the liability stayed the same. Mr. Ramzel stated the guarantee for this BancFirst loan is 25%. Mr. Brenner stated Belfair operations are improving under MRHC management. Ms. Perry reported the census is up and cost are decreasing. A motion was made (Brenner) and seconded (Zellmer) to approve the Resolution Authorizing Execution of Documents Extending the Term of Belfair of McAlester's Loan with BancFirst for an additional year. The vote was taken as follows: Aye: Sayer Brenner, Johnny Zellmer, MD, Jim Bland, Susan Kanard, Damon Mascoto, Marti Fields, Christopher Beene, MD, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.
2. **Discussion and consideration of November 2022 Financial Reports:** Ms. Cheryl Perry, CFO provided an overview of the November 2022 Finance reports. She discussed the Income Statement, Balance Sheet, and Net Revenue for

the month. Ms. Perry reported enhancements to the revenue include a new General Surgeon, Marcus McTague, DO, growing volumes due to a partnership with Oklahoma Heart Hospital, and an increased inpatient census in the month of December. Ms. Perry also discussed salaries and wages, hospital expenses, and the Loan Covenant requirements. No recommendations or modifications were made. A motion was made (Bland) and seconded (Brenner) to approve the Finance Report for November 2022 as presented. The vote was taken as follows: Aye: Jim Bland, Sayer Brenner, Christopher Beene, MD, Johnny Zellmer, MD, , Marti Fields, Damon Mascoto, Susan Kanard, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.

3. **Discussion and consideration to use funds from the Funded Depreciation Account:** Ms. Cheryl Perry reported the CEO authorized the use of \$1M taken from the Funded Depreciation Account to be utilized for payroll in the month of November. Mr. Howard approved the transaction according to his approval authority. A motion was made (Beene) and seconded (Zellmer) to acknowledge the transfer of funds in the amount of \$1M taken from the Funded Depreciation Account to be utilized for payroll as presented. The vote was taken as follows: Aye: Christopher Beene, MD, Johnny Zellmer, MD, Susan Kanard, James Bland, Damon Mascoto, Marti Fields, Sayer Brenner, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: Chairwoman Shannon declared the motion carried.
4. **Discussion and consideration of Mindrays Monitoring System Agreement:** Following discussion, the agreement was tabled pending a maintenance agreement and financing negotiations. A special called Board meeting is an option if needed to approve the agreement prior to the next Board meeting. A motion was made (Fields) and seconded (Mascoto) to table the approval of the Mindrays Monitoring System Agreement pending maintenance agreement and financing negotiations as presented. The vote was taken as follows: Aye: Marti Fields, Damon Mascoto, Johnny Zellmer, MD, Sayer Brenner, Susan Kanard, Jim Bland, Christopher Beene, MD, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.
5. **Discussion and consideration Siemens Atellica Chemistry Agreement:** Ms. Cheryl Perry presented the Siemens Atellica Chemistry Agreement. The agreement is a reagent rental agreement with additional automation that includes the cost of the analyzers, automation, reagents, service, and calibrators for the next seven (7) years. At the end of the seven (7) year agreement, MRHC will own the equipment. The cost of the agreement is \$4,915,478 which is equivalent to what MRHC currently spends on reagents and consumables. Ms. Perry stated the Chemistry Analyzer Equipment purchase is included in the Capital Budget and will cover the cost of the agreement. A motion was made (Brenner) and seconded (Zellmer) to approve the Siemens Atellica Chemistry Agreement as presented. The vote was taken as follows: Aye: Sayer Brenner, Johnny Zellmer, MD, James Bland, Susan Kanard, Damon Mascoto, Marti Fields, Christopher Beene, MD, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.

**Board Education: Benefits of Partnering with a Critical Access Hospital:** Mr. Ken Matthews presented a power point describing the advantages and disadvantages of partnering with a Critical Access Hospital (CAH). He described the characteristics of a CHA, benefits of the partnership, and the quality advantages. He stated the bottom line is when a CAH partners with MRHC resources it will create a successful network for rural Oklahoma.

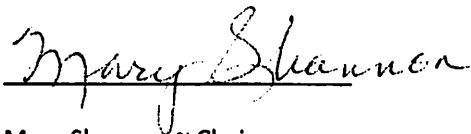
**Board QI Report:** Ms. Whitney Hull provided an overview of the Board QI meeting held on December 27, 2022. She reported the NIAHO Chapter Leaders List was updated and approved and the nursing documentation for nebulizer treatment was approved. She was excited to share the OHA program analysis for readmissions reduction report, showing MRHC drastically decreased the number of readmissions. She stated MRHC has been working hard to achieve this success. Ms. Hull reported a new emphasis is being put on Departmental Quality Boards, moving to a more process based, employee level format. She reported the Quarter three 2022 Star Rating Scorecard was also reviewed. Noteworthy efforts include responsiveness of hospital staff, clean/quiet, and overall rating. Readmissions and Mortality, Patient Safety, CAUTIs, Surgical Site Infections and Abdomen CT-Use of Contrast Material, all showed improvement. Some areas of continued improvement include severe sepsis/Septic Shock Bundle, ED throughput/left without being seen and Gero Psych documentation. She also discussed the Quality Management Scorecard noteworthy efforts and areas of continued improvement. She added the staff is excited about the level of improvement on the scorecard.

**Chief of Staff Report:** The Board welcomed Dr. Jonathan Rohloff as the new appointed Chief of Staff. Dr. Rohloff assumed his new role on January 1, 2023. Dr. Rohloff queried the Board on what their expectations were for his report each month. Suggestions were offered to include successful areas, areas of improvement, and any needs, quality, and cultural issues with the medical staff. Dr. Rohloff reported the staff has been busy with a high influx of viral infections typical for this time of year. He reported the medical staff is working with OU Neonatology on new and soon to be initiated programs to help with the MRHC neonatal abstinence syndrome patients. He reported the medical staff is also working with OU on a new Stroke program. Dr. Rohloff closed by sharing his personal and professional background information with the Board.

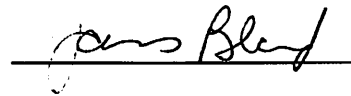
**Chief Executive Officer (CEO) Report:** In the absence of the CEO, no report was given.

**Adjournment:** A motion was made (Mascoto) and seconded (Kanard) to adjourn the meeting at 05:28 PM. The vote was taken as follows: Aye: Damon Mascoto, Susan Kanard, Christopher Beene, MD, Johnny Zellmer, MD, Marti Fields, Sayer

Brenner, Jim Bland, and Mary Shannon. Nay: None. Absent: Brent Grilliot. Abstain: None. Chairwoman Shannon declared the motion carried.



Mary Shannon ~ Chairwoman  
/sds



James Bland ~ Vice-Chairman