

RAWLINS COUNTY HEALTH CENTER
BOARD OF DIRECTORS
REGULAR MONTHLY MEETING
January 27, 2014

1. **CALL TO ORDER:** Board chairman LeRoy Luedders called the regular monthly meeting of the Rawlins County Health Center Board of Directors to order January 27, 2014 at the Rawlins County Health Center education room at 7:00 pm. Board members present were Luedders, Harlan Holste, Violet Beims, Kenneth Micek, Peggy Cabrinha, Phil Studer, Matt Wolters, Mike Mulligan, and Karen Bolt. Also present were Heather Prideaux, Les Lacy, Heather Fairchild, Julie Young, Jason Barb, Rosalie Ross, and Destiny Schroeder.

- a. **APPROVAL OF AGENDA:** Following review, Wolters moved to approve the agenda. There was discussion. Mulligan made a motion to move items 9a and 5d to the top of the agenda; second from Cabrinha; Beims made a motion to approve the agenda as revised; second from Cabrinha; motion carried unanimously 9-0.
- b. **APPROVAL OF MINUTES:** Following review, Bolt moved to approve the minutes of the December 23, 2013 regular meeting and January 13, 2013 special meeting; second from Holste; motion carried unanimously 9-0.

5d. Holste gave a report on behalf of the CEO replacement committee. He reported that they are working on a contract for Sharon Cox. If all goes as planned Sharon Cox is planning on starting February 3, 2013. Les reported that the contract has been send to the attorney and is expected to be returned tomorrow morning.

9a. Election of officers

Chairman: LeRoy made a motion to nominate Harlan Holste as chairman; second from Bolt. Micek made a motion to nominate Phil Studer as chairman; second from Cabrinha. Mulligan made a motion for nominations to cease; second from Wolters; motion approved unanimously 9-0. Ballots were distributed to the board members. Heather Fairchild and Heather Prideaux tallied the ballots and the majority of votes were for Phil Studer as chairman.

Vice Chairman: Beims made a motion to nominate Harlan Holste as vice chairman; second from Micek. Mulligan made a motion for nominations to cease and to cast unanimous vote; second from Cabrinha; motion carried unanimously 9-0. The board voted unanimously 9-0 for Harlan Holste.

Secretary: Cabrinha made a motion to nominate Violet Beims as secretary; second from Micek. Bolt made a motion for nominations to cease and cast unanimous vote; second

from Studer; motion carried unanimously 9-0. The board voted unanimously 9-0 for Violet Beims.

Treasurer: Holste made a motion to nominate Kenny Micek as treasurer; second from Cabrinha. Mulligan made a motion for nominations to cease and cast unanimous vote; second from Studer; motion carried unanimously 9-0. The board voted unanimously 9-0 for Kenny Micek.

Legal Counsel: Studer made a motion to obtain legal counsel as needed and counsel as deemed necessary; second from Micek; motion carried unanimously, 9-0.

Newspaper: Cabrinha made a motion that the Square Deal be the legal publication; second from Micek; motion carried unanimously 9-0.

Recording Secretary: Bolt made a motion for Destiny Schroeder to be the recording secretary; second from Beims; motion carried unanimously 9-0.

7:15 Mulligan excused himself from the meeting.

2. **QUALITY ASSURANCE REPORT:** Heather Fairchild presented a new patient grievance/complaint policy and procedure. There was discussion. Cabrinha made a motion to approve the new patient grievance/complaint policy and procedure with the correction of the wording from patient grievance counselor to patient grievance advocate throughout the document; second from Micek; motion carried unanimously 8-0. Heather then gave a quality assurance report and discussed the implementation of a performance improvement plan and 2013 year in review.
3. **LABORATORY:** Julie Young gave a report on the lab department. The new lab machine is up and running and the providers like it. The lab is short staffed and looking for additional help. There was discussion.
4. **BKD Fiscal Year 2013 Audit Report:** Jason Barb reviewed the 2013 audit report with the board. Jason answered questions from the board and there was discussion.
5. **REPORTS:**
 - a. A capital campaign, grants, and foundation report from Suzanna Dozbaba is included in the board packet. There was discussion.
 - b. Amber Withington was not at the meeting so there was not an update on physician recruitment.
 - c. Heather Prideaux reviewed the December 2013 financials, check registers, statistics, full time equivalence analysis, and expense and revenue analysis with the board. Heather reported that the tax subsidy is expected to come any day. She also reported that she is planning to get the interim cost report to GPHA this week. Heather answered questions from the board and there was discussion.

9:00 Matt Wolters excused himself from the meeting.

d. CEO replacement committee report – see above.

6. CONSENT AGENDA:

- a. Heather presented a write-off account for charity care in the amount of \$8,608.75. Bolt made a motion to approve the write-off account for charity care in the amount of \$8,608.75; second from Holste; there was discussion; motion carried unanimously 7-0.
- b. The medical staff credentialing was presented. Studer made a motion to approve the medical staff credentials of Barb Herspring PA-C, Kyle Herspring PA-C, and Steven Freeman DO as reviewed by the Medical Staff; second from Micek; motion carried unanimously 7-0.
- c. The CAH Annual Evaluation for FYE 6/30/13 was presented for the board to review. Cabrinha suggested sharing the annual evaluation with staff. Micek made a motion to approve the Critical Access Annual Evaluation for fiscal year ending 6/30/2013; second from Micek; motion carried unanimously 7-0.

7. The administrator report is in the board packet.

8. The GPHA board report is in the board packet. Les did review it with the board.

9. OTHER BUSINESS:

- a. Annual Board Officer Elections – see above
- b. Group A Board Members terms expiring January 1, 2015 - Eunice has sent the letter to the county.

10. PUBLIC COMMENT:

11. EXECUTIVE SESSION: Cabrinha made a motion to go into executive session for CEO employment agreement to include Les Lacy and the board for 15 minutes; second from Beims; motion carried unanimously 7-0. Executive session began at 9:35 and ended at 9:50. Micek made a motion to approve the contract as presented with the change in wording as recommended by the attorney to support the same terms and conditions; second from Cabrinha; motion carried unanimously 7-0.

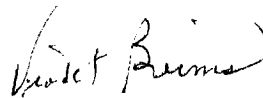
12. FUTURE AGENDA ITEMS:

13. ADJOURN: There being no further business to come before the board at this time, Luedders declared the meeting adjourned. Meeting adjourned at 9:54 p.m. The next meeting is scheduled for February 24, 2013.

Respectfully Submitted,



Destiny Schroeder, Recording Secretary



Violet Beims, Secretary