

Ruby Valley Hospital
Board of Trustees Corporate Meeting Minutes
January 25, 2024

Board Members Present: Mr. Simonsen, Mr. Gilman, Mrs. Braach, Mr. Witham,

Others Present: Landon Dybdal, Mr. Pfaff, Dr. Louis Bartoletti, Amy Pack-Young, Kari Reintsma, Mary Birdsill, Ted Woirhaye, Jim Campbell, Jean Prough, Becky DeBoer, Dan Allhands, Peggy Buyan, Tammy Todd, Patty Bates, Jim Kaatz, Jan Bowey, Dena Miller, Rob Miller, Robert Allhands, Dustin Tetrault, Janis Hansen, Dan Rose, Katie Joki Rose, Christy Gil, Kassie Marsh

Present via Teams: Kelly Johnston(JFS), Jennifer Olivier-Li (JFS)

I. District Meeting Call to Order

Mr. Simonsen

- a. Call to order at 7:00 AM
- b. Previous minutes: Mr. Witham moved to approve, Mr. Gilman seconds, all in favor, minutes approved as presented.
- c. Mr. Witham moved to adjourn, Mr. Gilman seconds, all in favor, meeting adjourned.

II. Corporate Meeting Call to Order

Mr. Simonsen

- a. Call to order at 7:05 AM
- b. Approval of Previous Minutes: Correction made to change from SMS Architects to SMA Architects. Also noted to add Mrs. Braach as present at District Meeting. Mr. Gilman moved to approve the minutes with corrections, Mr. Witham seconds, all in favor, minutes approved as corrected.

III. Election of officers

Mr. Simonsen

- a. Chairman: Mr. Witham nominates Mr. Gilman, Mrs. Braach seconds, Mr. Gilman accepts, all in favor, nomination approved.
- b. Vice Chair: Mr. Gilman nominates Mr. Witham, Mrs. Braach seconds, Mr. Witham accepts, all in favor, nomination approved.
- c. Secretary/Treasurer: Mr. Gilman nominates Mrs. Braach, Mr. Witham seconds, Mrs. Braach accepts, all in favor, nomination approved.

IV. Reports and Updates

a. CFO Report:

Kelly Johnston (JFS) via Teams

- i. Financial statements recap. Reconciliations have not been done properly in past to put in the correct buckets for reporting. Working on Revenue cycle, trying to get rid of bad debt, trying to get a better reimbursement rate with commercial insurance. Salary wages & benefits have increased in December, but justified due to PTO payout, bonuses, etc. Supply cost have jumped. Balance sheet – each Line item should balance out. It comes down to proper record keeping, allows for quick understanding,

but overall positive retained earnings. The Audit 2022 is not completed yet because the information was not there for the finance staff to fulfill needed requests. Department budget reports will be ready within the next couple of weeks. No answer on whether we can expect to pay back money to CMS on the last Cost Report. Will need to finalize 2022 first. It was questioned what more the auditors need and verified that the information is pretty much complete with just a couple of small items remaining. It was questioned how long the bank statements were not fully reconciled and verified for the last two years. It was questioned whose responsibility this fell under and verified it was the duty of the CFO. Goal is to have every line item substantiated for 2023 & 2024, going forward. It was questioned if JFS is comfortable with our financial situation, and verified Yes, that RVMC is not in financial distress, with substantial cash on hand which is most important, and a good strategy in place. Mr. Dybdal noted to please thank Courtney Wood and her crew for their hard work in revenue. AR days are lowest he has seen here. CFO management concurred. Mr. Simonsen noted it was a huge team effort. It was questioned if the December financials should be deferred to February to approve, and Ms. Johnston recommended deferring approval. Mr. Gilman moved to approve November financials & postpone December approval until next meeting, Mr. Witham seconds, all in favor, motion passed.

b. Foundation Report:

Christy Gil

- i. Current officers include
 1. President: Dwayne Knutzen
 2. Vice President: Jamie Barnosky
 3. Secretary: Christy Gil
- ii. Two letters presented to the board for approval of new board members to fill vacancies: Kari Reintsma & Jamy Kraai. The Foundation board recommends approval of both. Mr. Gilman moves to approve both candidates, Mrs. Braach seconds, all in favor, motion passed.

c. Auxiliary:

Patty Bates

- i. Mrs. Bates reported there is no official documentation or agreement between RVMC and the Auxiliary. The Auxiliary has formed an official board, mission statement and are working on by-laws. They would like to formally request an affiliation under RVMC's non-profit status. It was discussed whether it would be better to be under the hospital or under the Foundation. It was noted it was easier to have a 509(a)3 status of their own possibly, but that most Auxiliaries are under the hospital. They will discuss and present a formal request at the next meeting.

d. RVMC CMO:

Dr. Bartoletti

Full Report Attached

- i. Welcomed Dr. Bartoletti to the meeting as official CMO. Mr. Simonsen reminded everyone of Dr. Hendrickson's retirement party on Saturday.

- ii. Three providers were presented for re-credentialing, already approved at Med Staff: Dr. Frank Raiser (Silverbow Surgical), Dr. Morgan Kellogg (Billings Clinic Heart & Vascular) and Dr. Gabriel Edwards (Direct Radiology). Mr. Gilman motioned to approve credentialing for all three proposed, Mrs. Braach seconds, all in favor, motion passed.

e. RVMC Chief Nursing Officer: Ted Woirhaye Full Report Attached

- i. Only one traveler currently. There are three new CNA's taking classes right now to be certified, two are local high school students. We are holding off currently on the proposed cardiac rehab program and will look at it again later. Trauma competencies and a live disaster drill will be taking place soon.
- ii. Requesting funds for a new Verithon bladder scanner purchase, includes printer, workstation, training, 10 year support for the program and 5 year warranty. Mrs. Bates noted that the Auxiliary would consider funding. Mrs. Braach moved to request \$12,853 from the Auxiliary to purchase the Verithon Bladder Scanner, Mr. Witham seconds, all in favor, motion passed.

f. RVMC Quality/Risk: Landon Dybdal Full Report Attached

- i. We have hired a Quality/Risk Manager who will be starting in June. She is from Montana and has experience in healthcare. Mr. Gilman motioned to approve the QA/Risk Report as submitted, Mr. Witham seconds, all in favor, motion passed.

g. RVMC Chief Executive Officer: Landon Dybdal Full Report Attached

- i. Handed out a loan summary from the Montana Facility Finance Authority regarding the Twin Bridges Clinic project. Funds should be in hand in April. The Twin Bridges project has become the priority, while the proposed hospital expansion is still under planning and discussion. It was noted that the current Clinic building will revert to the city of Twin Bridges after one year vacancy at this time. There is interest on their part in possibly housing options.

V. Executive Session

Mr. Simonsen

- a. Mr. Simonsen moved to go to Executive Session at 8:55AM to discuss personnel issues.
- b. Call back to order at 9:30 AM by Mr. Simonson
- c. Mr. Simonsen noted that the board would like to expand the number of persons being interviewed by CMS to include all current department heads along with the others on the original list, which would increase the cost to \$15,000. There was discussion on how many people should be included and how those would be chosen. It was noted that to be fair, the interview process should include current as well as past employees, and that it cannot just be those who might be disgruntled to get a balanced look at the CEO's performance. This is an evaluation of CEO performance and not a public request for information. Mr. Gilman made a motion to offer a contract to CMS of up to \$50,000 for interviews including all current department heads, past employees who would like to

participate, past and present foundation board members, Mr. Witham seconds, 3 yes votes and 1 negative vote, motion passed.

VI. Board Vacancy:

Mr. Simonsen

- a. It was verified that per MT Code Annotated, 3 or 5 Trustees are needed and not 3-5. Terms are for 3 years. Mr. Simonsen formed a committee consisting of Mr. Gilman, Mr. Witham, and Dr. Bartoletti to interview the current applicants for the open slot on the Board, and to make a recommendation at the February meeting. There are currently five applicants: Pen Spell, Jean Prough, Janice Hansen, Kassie Marsh and Dustin Tetrault, with one other possible being submitted.

VII. Public Comment on Matters not on Agenda

Mr. Simonsen

- a. Dan Allhands made suggestions to possibly look at another source for liability insurance other than Yellowstone Insurance Exchange, and for other options for management companies. He also suggested putting time slots on the agendas. He also noted that he had requested the last two years of board minutes received board packets instead.
- b. Rob Miller brought up that a neighbor had told him about a billing error that was not getting resolved. Mr. Dybdal requested the information after the board meeting so that it could be resolved.
- c. Dustin Tetrault discussed apparent lack of transparency and possible need for board training.
- d. Jim Kaatz thanked Administration & Board of Trustees for always being quick to praise employees.

VIII. Massive Studios:

Ben (?)

- a. Update on marketing, presentation of Brand Guidelines with new Core Values and possible logo. Mr. Gilman requested to place the 4th core value first – a culture of respect within the hospital. Mrs. Braach moved to accept the Core Values with the change, Mr. Witham seconds, all in favor, motion passed.

IX. USDA/Appraisal:

Landon Dybdal

- a. The cost for the appraisal is \$15,000 and will take time. Mr. Dybdal feels we need more conversations with employees and with the architects. It was agreed to hold off at this time. No action is required.

X. Olympus Scopes:

Landon Dybdal

- a. A panel of Dr. Bartoletti, Ted Woirhaye, Cindy Cain and Landon Dybdal have met and looked at two different companies, with the decision that Olympus is a better option than Fuji due to cost comparison, more well-rounded and Dr. Bartoletti's experience with Olympus. Purchase is roughly \$249,000 plus \$40,000 for the cleaner processor. Discussion on splitting the cost between RVMC, the Foundation and the Auxiliary. Mr. Gilman moved to purchase, Mrs. Braach seconds, all in favor, motion passed. Mr. Gilman made a motion for a formal request to the Foundation for \$100,000 to assist with the purchase, and a request to the Auxiliary for whatever they are comfortable with, Mrs. Braach seconds, all in favor, motion passed.

b.

XI. NovaRad PACS System:

Mary Birdsill & Jim Campbell

- a. NovaRad is a digital archival system for X-rays, MRIs, CTs, and Ultrasounds. Current records are stored with Bozeman Health and will need to find a different option. The cost will include moving all our current records to the new system as well, and they are a preferred vendor with Thrive for integration. Monthly rate is comparable to current payments to Bozeman Health. Mrs. Braach made a motion to approve purchasing NovaRad for \$36,287 plus monthly fee of \$1500, Mr. Witham seconds, all in favor, motion passed.

XII. Bladder Scanner

Ted Woirhaye

- a. Already discussed and accepted under CNO report.

XIII. Wagon Wheel Bids

Landon Dybdal

- a. Three bids were submitted for removal of the current Wagon Wheel building. Mr. Gilman moves to accept Daniel Lee's bid of \$5150.00 to remove entire building & remaining contents down to the concrete, Mr. Witham seconds, all in favor, motion passed.

XIV. Adjournment

Mr. Simonsen

- a. Mr. Witham moved to adjourn, Mrs. Braach seconds, all in favor, meeting adjourned at 11:50 AM.