



**Sublette County Hospital District Board Meeting Minutes
December 27, 2023 at 6:00 pm
Marbleton Town Hall
Marbleton, Wyoming**

The Sublette County Hospital District Board of Trustees met in regular session in the Marbleton Town Hall, Marbleton, WY on December 27, 2023 at 6:00 p.m. with Tonia Hoffman, Kenda Tanner, Dave Bell, Ashli Tatro and Jamison Ziegler present. Also present were Lindsey Bond, Dr. Burnett, Jann Maxfield, Sharon Rutsch, Kathy Donaldson, Tyler Bell, Vicky Marshall and Luann Heydt. Kelli Lovell, Karl Leuschow, Lena Moeller and Kari Dewitt appeared via Zoom.

Pledge of Allegiance

At 6:00 p.m., the meeting was called to Order and Chairwoman Hoffman led those present in the Pledge of Allegiance.

Set Agenda

The agenda was approved. Kenda Tanner motioned to set the agenda. Ashli Tatro seconded. All in favor and motion carried.

Department Reports

Lindsey Introduced department guest speakers, Kelli Lovell (RCM) & Tyler Bell (Facilities).

Kelli Lovell reported that they are excited because they have formed the Revenue Cycle Management Team. The Revenue team is merging into the future and the team is excited and the work is being divided equally and becoming more manageable for team members to create success for them. Currently working right now to make everything at call center electronic. Team is ready and set to starting working and training next week on call center. They will begin focusing on payment posting and then moving into training on call center itself and be ready to make the change over on January 8th.

Tyler Bell introduced himself as the new Director of Facilities. He expressed his gratitude to staff and team in helping him get acclimated. Working with Dawn at the Sublette Center to get staff in place there. Will begin to get involved with the construction process and the USDA. Lindsey mentioned that his department is the first to be shared with both Dawn and her and he will oversee maintenance, central supply, safety, housekeeping and dietary.

Dr. Burnett, Medical Director stated that they have signed letters of intent from Dr. George a gynecologist from Jackson & Dr. Rex Wortham. Working on getting credentialing in place but do not have a timeline right now. Dr. George is excited to grow the women's health care in Sublette County at both ends of the district. Dr. George is coming with some great ideas and will be a tremendous asset to the district as well as our patients with increased services for women's health. He will be working for the district 2 days per week but no schedule as far as Marbleton or Pinedale. Looking at first part of March to bring Dr. Wortham on. He will be working 5 days a week, M-F, at the Marbleton clinic in primary care and will give us some support in the urgent care there. Board asked with the addition of these two doctors what does staffing look like for providers and will it be enough to staff hospital when it opens. Dr. Burnett said there may need to be some shuffling done from the standpoint of primary care providers and ED. They are close to finalizing a staffing model and thinks they are close to being at full capacity for providers. Lindsey said the next step may be to find an MD for the emergency department but do not foresee that for a year or two and believes staffing model could be completed by the end of February. Dr. Burnett feels like the short-term goals have been met for staffing. After hours in Marbleton have not picked up yet but will give it a shot for 3 more months and then consider numbers and just know that we gave it our best shot. Board asked if the volume in Marbleton is staying up. Dr. Burnett stated that Jason Ray and Jon Said have usually more than they can handle on any certain day and business has not fallen off at all at that clinic, schedule has continued to be full.

Sublette Center

Dawn was not present at the meeting as she was working the floor at the Sublette Center, Tonia Hoffman gave her report. Dawn and her finance committee are working hard on getting projections done. SCHD worked hard to get Sublette Center employees paid on time with the new changes in payroll. Leadership Luncheon was a success for both organizations to come together and show that Dawn and Lindsey are looking forward to working together and moving the organization forward.

Building Committee

All of the steel is up in Sections A & B which starts on the South moving North and decking is up on Section A. Crew is currently backfilling foundation and walls and doing any exterior insulating and damp proofing. There is a lot of activity going on underground with plumbing in the kitchen and laundry area. Steel is continuing to arrive on site for Section C. Exterior framing will begin on Section A next week and will be the next step in enclosing that section. Sections C & D steel will need to be completed before they pour the slab in possibly late January. The team is managing winter conditions well and are continuing to keep heaters going for ground thaw. Dave asked how budget is going? Karl stated that Layton has provided some change orders but they are finalizing the buy out of the project with contractors. Layton is moving forward with numbers from GMP and there are no real changes or surprises as of now but continue to track the contingency numbers. Ashli asked the value engineer projects that we that we were able to do but no longer can do those projects? Karl said that they were going to focus on a couple of line items that they thought they were going to do direct purchase but we were not able to get all of the sales tax savings we thought. Tried to take advantage of emergency generator savings but were not able to find a company with the right generators for less money. There were some HVAC items that we were not able to execute the savings we were hoping to get. Jamison asked Karl to elaborate a little more on the submittal logs and RFI's that are not answered or getting pretty long on a timely request. Karl stated that he had noticed the same thing and pushed them back to Davis Partnership and asked them to be resolved. Karl requested from Davis that they note the urgency on each item and that they would be discussing that item with Davis tomorrow in a meeting. Jamison stated that he does not want schedules to start slipping because the architects have not gotten the information that they needed back. Jamison asked Karl to update the entire board on the winter conditions and the costs associated. Jamison stated that they know that all of

the winter conditions fund that what previously requested will be spent and any future costs for those conditions may effect change orders. The winter conditions that were stated on the owner's budget has been partially used to get heating blankets and the remainder will be used to pay for the natural gas that will be used for the heaters once the building is enclosed. Layton executed a \$514,000 change order which was estimated by Layton in an extensive effort to predict how much it would cost for conditions from around Thanksgiving to February 1st. That was broken down line by line and itemized each expense and a budget was given to Layton. Layton will document every dime they will spend. They have spent about \$196,000 since late November of that \$514,000. Some line items look like they are tracking right on budget but some may be over and some under. Karl has asked Layton to provide a weekly burn rate so we might predict if we will be over or under that \$514,000 budget by February 1st. Ashli asked why were the estimations only done until February 1st? Karl stated that USDA only wanted a small chunk at first and Layton just needed a budget quickly to know what they had to work off of and needed to move forward as soon as possible to make sure that the ground stayed thawed. Recommendation from Karl is that Layton starts right after the first of the year to prepare for February 1st-April. Ashlie asked if Layton could give more specific and more meaningful deadlines to Davis so that Davis is held accountable to the deadlines? Karl mentioned that some deadlines are contractual and some are out of necessity and would like to not have fictitious deadlines but make them more meaningful. Dave asked if we were on schedule for the building and Karl stated that we were still on schedule as of now. Dave also asked what the final resolution was on the dollar savings of the drainage issue. There was a \$420,000 cost for the issue and they are removing \$120,000 for a retaining wall and a \$50,000 rock bed/structure. Davis and Jorgensen is working on a new design that will be submitted to the city and then Layton can renegotiate the costs of the grading and additional parking stalls but they anticipate at least a \$170,000 savings from the original \$420,000 cost. Karl wants change orders, design and city approval to be done as soon as possible so when the weather gets better in the Spring they can move forward quickly on this part of the project. Karl will be in Pinedale the week of January 8th and again at the end of the month for the board meeting.

Finance Committee

Received about \$3.3 million from mill levy funds and we had a net income of \$2,137,789 for the month. We had a few large bills with legal and the new ambulances but overall, a great month. Currently have \$10,857,686 in cash and investments for the hospital district. Construction project may owe our account a little also. Finance is working on separating construction funds and operating funds and will come up with two separate financial statements so board will see a little different report next month as well as seeing the Sublette Center financials next month. Clinic operations are running better than budget on both the expense and revenue side. EMS budget was not done accurately and will continue to falter as the year goes on. Cash flow for the month was \$2.5 million. We currently have 293 days cash on hand and our goal is 225 days. Dr. Eder was the top revenue producer for the month. Check register was reviewed and total bills for the month including Layton Construction amounted to \$3,066,077.25. Committee recommended that previously approved board program for ambulance chassis refurbishment be put on hold for now. Staff is working very hard on completing a 30-month financial projection and committee knows that it will be a very significant challenge. Dave has dug through files, requested and has received old Eide Bailly financial projections. The newest member of the financial committee has given us access to a few of his people at his company to help us with a financial projection model that we can use and adapt to our needs. Dave has looked at Zion's investment strategy and is finding that there is possible revenue that we can recapture and we may need to reassess and find a better interest rate gain. We have about \$30 million sitting in the bank and we need to look at what we have at Zion's Bank. Committee instructed Michelle, Controller, that she request from Karl to come up with a draw schedule. Until we have a draw schedule it will be difficult for us to move money because we will need some liquidity. Lindsey gave an update on OCHIN which is a 3rd party administer for EPIC through the U of U. The U of U has expressed that

they no longer see us as a partner for EPIC as we continue to grow larger and larger because of their shortage of staff. Dawn and Lindsey want to continue relationship with U of U and is in negotiations with them as it is a great cost savings to us if we can continue with them. Kristi Bartlett is our point of contact with U of U and EPIC and will be following up when she returns from vacation. Eide Bailly wanted us to confirm value of our buildings as part of our annual audit through a formal appraisal. We had originally given them the valuations from the tax roll. A company out of Evanston was hired to do the appraisal and there was a significant discrepancy. Pinedale's building was appraised at \$3,410,000 and tax roll had a valuation of \$9 million. Marbleton clinic was valued at \$9 million by the county and appraisal came back at \$3.9 million. The appraisal was done as fair market value. Finance committee has asked the appraiser for additional background on how they came up with the numbers and they also asked Eide Bailly if we are bound to the appraisal. Eide Bailly needed the numbers for depreciation purposes but it does not affect our operations or balance sheet. Committee also discussed the email migration project for Microsoft 365. Previously the board approved a cost of \$53,000 for the project but according to Brett in our IT department, that cost was just for the email migration but we need an additional \$32,298.75 for licensing.

Dave Bell made a motion to approve \$32,298.75 for the purchase of licensing fees essential for the email migration project. Kenda Tanner seconded. All in favor and motion carried.

EMS wants to sell Rig #129 for \$17,500 to purchase a Striker cot for the new ambulance. They would also like to dispose of Rig #141 as scrap or sell without a title because of liability.

Dave Bell made a motion to sell Rig #129 for \$17,500 and use the proceeds as described and dispose of rig #141 in such a manner as appropriate. Jamison Ziegler seconded. All in favor and motion carried.

There is a timing issue with the MRI and we need to make a commitment to purchase the MRI unit. The foundation is about \$601,000 short of the goal and will continue to fundraise. The USDA, the MRI company and Layton will need to begin construction change order process very soon and they need a commitment that this item will be included in the final project. Lena has drafted a resolution that will satisfy Layton, the MRI company that sell us the unit and the USDA.

Dave made a motion to authorize the foundation to order the MRI equipment for the new build in the amount of whatever is needed. The foundation has raised \$1.5 million to date and continues to fund raise for the same. If the foundation has not raised the full amount of the cost of equipment and installation by anticipated delivery dates, the hospital district commits to the remaining amount of funds needed. This cost is not to exceed \$625,000 without seeking further authority from the hospital district. Jamison Ziegler seconded.

Discussion was had by board on making the commitment to the funds but hopes that the fundraising will continue. Also concerned that they would not use owner's contingency funds that needs to pay for the construction project but rather use some of the \$3.9 million ARPA funds. Discussion was had about how we acquired the ARPA grant and how we said we would use that money. Kari Dewitt spoke to the ARPA funds and how they could be spent. Tonia Hoffman is uncomfortable committing funds from the ARPA grant or any other pot of money and felt like it would be irresponsible to use money for something that was not part of the project originally. Kari informed the board that there is a 9-month lead time on the MRI equipment and it would need to be ordered in January to be ready to be put in place by September. Layton can begin the construction on that area for the MRI but if we wait to set the MRI after construction is complete it would be a significant

additional cost, possibly up to 30%. Tonia questioned whether Layton could go ahead and do the needed construction for the MRI room but order the equipment at a later date. Dave stated that he had complete confidence that the foundation would be able to raise the money. Terms of ordering the MRI according to Kari are 0% down and 80% when it ships from her understanding. Ashli asked if financing committee could put together a report for the next meeting to show what we have contributed, what has been spent on contingency fund and what funds are coming in. Dave stated that there is so much in the air right now and each time they meet something else comes up. Dave needs help on contingency number and what that looks like from the building side and Layton and needs those from either the building committee or Karl. We need more formal reports from Karl as the ones that have been provided have been inadequate.

After discussion, all in favor and motion carried.

RCM (Revenue Cycle Management) discussion was had at the finance committee meeting with regards to the need to conduct an audit and how the RCM should function. Committee reached out to Eide Bailly to give us a proposal to analyze how we are currently operating our RCM department and make any recommendations on how to recapture more revenue. Eide Bailly has submitted a proposal of \$35,000 plus expenses to audit the RCM department. He recommended to the board that Lindsey be authorized to move forward with the audit as quoted by Eide Bailly and noted the extreme importance of this to move forward and believe that it will result in a significant amount of additional revenue for the district.

Dave Bell moved that the board hire Eide Bailly as per their quoted fee of \$35,000 plus expenses to perform an Audit of the RCM department and authorize Lindsey Bond to execute the agreement. Kenda Tanner seconded. All in favor and motion carried.

Dave reported that they will be hiring Employee Benefits Corporation to administer the HRA component of our benefits for an annual cost of around \$5,700. It will be more efficient to hire this company that does it for a living rather than try to run the HRA on our own.

Committee has also agreed while working with Tegler's that they have decided to unbundle the insurance package which is required by law because of the HSA piece.

Lincoln National Life is currently providing our Life Insurance and our AD&D benefits. For an additional \$20,050 they will include short-term disability to our employees and the Compensation Committee would like that benefit to be offered to our employees. Benefits kick in after 8 days and go up to 13 weeks and then long-term disability would kick in. Short term also includes maternity benefits. It will pay up to \$2,500 per week and will be approximately 60% of the individual employee payroll.

Dave Bell motioned that the board approve the expenditure related to adding the Lincoln National Life Short Term Disability package to our annual insurance benefit program for the cost of \$20,050 for all employees. Ashli Tatro seconded. All in favor, motion carried.

Lab equipment in both Pinedale and Marbleton is not scheduled to be replaced. Henry Schein and a company called Sysmex has presented a proposal for new equipment for both locations for \$27,333 for the Marbleton lab and \$40,666 for the Pinedale lab. Finance committee recommends that these numbers be put in next year's budget and a board commitment that the staff can order this equipment If we order early, we get a 1-year

warranty and a 4 year service contract for free which is a savings of about \$60,000. The lab equipment that will be purchased for Pinedale will be moved to the hospital lab when it opens up.

Dave Bell motioned that we enter into an agreement with Henry Schein/Sysmex to purchase the pieces of equipment that is specified in the proposal. Kenda Tanner seconded. All in favor, motioned carried.

Tru-D Sanitizing Service is up for renewal in the amount of \$20,500 and a board motion is needed to approve that amount.

Dave Bell motioned to renew the Tru-D contract in the annual amount of \$20,500. Kenda Tanner seconded. All in favor and motion carried.

All of the paperwork has been filled out and submitted to open up a new account for construction at the Bank of Jackson Hole. The committee has authorized Michelle to transfer \$2,000,000 out of the operating account to the construction account to provide liquidity as we continue the construction draw request process. Board needed to be notified of this action and should be continuously reminded that the operating account has "loaned" the construction account \$2,000,000 for liquidity purposes. No motion needed.

Finance committee has also approved opening a new account for the Sublette Center in order to receive Medicare payments beginning January 1, 2024. Finance committee has also asked Dawn Walker to be on the committee as well as Rhonda from the Sub Center to present the Sublette Center financials. One other former Sublette Center board member has also been asked to be on the committee but Dave has not received an answer back yet.

Tonia asked if the transition to the Bank of Jackson Hole is complete. Dave answered only in the instance of the construction account and all other account will be moved in the Spring. Discussion was about timing issue with account and Zion's Bank and if all these items would be put in a CFO's hands if we had one and does the finance committee feel like there is an urgency to get a CFO in place so they can address some of these things sooner rather than later. Dave stated that there is a really solid finance committee but they are deeply involved and hiring a CFO is very important at this time. Also discussed the importance of getting a CEO in place that maybe could have some say in the hiring of the CFO as well as hoping that hiring of a management firm that will be able to give some financial advice as well. Eide Bailly does have some CFO search functions and it was suggested that we have a conversation with them.

Merger Committee

As of last Wednesday, we have a signed and completed asset purchase agreement and we are on track to have it finalized this Friday. The 855 has been submitted and application for licensure has been submitted as part of the CHOW package as well. We are waiting for state to submit the licensure. Sublette Center 2 board will be dissolved and some of those board members have stepped up and asked to serve on the legacy board for the project moving forward. That board will serve in an advisory position should this board be making essential decisions that relate directly to the Sublette Center down the road. As of January the Sublette Center board meeting will become part of our meetings now and will be working on how to incorporate that. There will be a time period when this transition occurs that Medicaid payments will be delayed for approximately 60-90 days and we will need to cover those payments until things catch up due to change of licensure. Dave asked if the county commissioners will continue to provide the gap payment until the hospital opens? Tonia stated that Dawn secured that with the commissioners and they have committed for one more year with that payment of

that grant. After the year ends ~~and hospital opens then~~ this board will need to go back to commissioners to request that the grant continue.

Compensation Committee

Dave covered all of the items that were requested in his financial report.

Quality Committee

Press Gainey was down a little. There has been a lot of mixed comments. It was just a slight decline but nothing alarming. Front desk will begin to use nursing more to help triage. They are working with front desk employees to make sure they are letting patients know that they will be receiving a survey and to please complete. Following up to make sure that all hand sanitizers and soap dispensers work properly in all of the rooms. Event reporting is new but it is being used and there were 4 new events last month. Working on workflow and which events will go to Quality Committee and if some need to go to the board. What an event is was discussed and being defined as anything out of the ordinary such as a fall in the parking lot etc. There is not enough data to know if 4 is a lot for the month but they will begin tracking. Discussed the event report policy. Dave asked why the ER report was lower last month and why would someone be dissatisfied with the ER? There were a lot of positive comments but discussion was had about being dissatisfied about wait times, clothing ruined etc. A reminder was given that the ER numbers also include Urgent Care. Comments are reviewed every month and discussion was had about how these comments can be used as teachable topics. MIPS quality measures are up to 74% and our goal is 75%. Our operation goals are based off of fiscal year so MIPS may go down at the beginning of the year because they are federal and based on calendar year. Printed AVS's for the month of November were 253 and working to improve and increase that number. Lindsey will be bringing the importance of printing the AVS reports to the Provider's meeting in January. Medication Error policy was approved and sent to PAC. TB Screening and Prevention policy was also approved and sent to PAC. Care and Cleaning of Equipment and Management of Supplies policies were tabled until the next meeting.

Sublette County Health Foundation

No in person report this month as Kari Dewitt was out of town. Board was able to review documents on Board Docs from Foundation prior to meeting and had no questions or concerns.

New Business – Elections of Officers

Floor was opened for nominations.

Dave Bell nominated Tonia Hoffman to remain as Chair. Jamison Ziegler seconded. All in favor.

Jamison Ziegler moved to nominate all officers to remain in the positions they currently hold. Ashli Tatro seconded. All in favor and motion carried.

Jamison Ziegler – Vice Chair

Dave Bell – Treasurer

Kenda Tanner – Secretary

Dave requested that they have a conversation at the January meeting to discuss roles and functions of board members and officers and how we would like things to operate.

New Business – Organizational Flow Charts

This document is for the organization as a whole as well as CIHQ and our CAH designation. The chart is as it is in operation today and will evolve over time.

Tonia Hoffman moved to approve the Organizational Flow Chart as presented. Kenda Tanner seconded.

Discussion was had about whether Dawn & Lindsey did not agree on an item and what would happen. The need for a CEO is important but the working relationship between Lindsey and Dawn is working for now because it has to. Lindsey stated that Dawn understands the long-term care side better than any other and Lindsey is doing okay on the operations side and they each understand the division of the two for now. There are worries that board will be set up to make some difficult decisions.

All in favor. Motion carried.

New Business – Policies

Support for New ER Providers policy was presented to the board. Discussion was had about how the back-up works after the 8 shifts mentioned in policy. Lindsey stated that they are very cautious of someone who is working too many hours and they are making sure that providers are getting enough rest and we are not imposing on their clinic hours so it is more critical thinking that a round robin situation to call someone in for back up. Dr. Burnett said he takes in total responsibilities and duties when trying to come up with a solution and they often have to think outside the box due to limited staff numbers. Discussion was had about Section D in policy and whether the word should be compensated rather than reimbursed. Wording will remain as reimbursed.

Dave Bell moved to approve the Support for New ER Providers policy. Ashli Tatro seconded. All in favor and motion carried.

New Business – RFP for Management/Consultation Proposals

There was an urgency from USDA to get an RFP sent out for proposals and they gave Lindsey a deadline so it has already been completed and sent out by Lindsey per approval from Tonia to go ahead and get it sent out. A copy of the RFP was sent to board members in their email and it will also be attached to Board Docs. Discussion about the need to get the RFP to a more national audience. There are some staff as well as Lena that has some companies that may be interested in the RFP so that information will be sent out to them as an invitation.

Old Business – CEO Search Firms

CEO search firm discussion has been put on pause as the board has received an additional (4th) search firm proposal. Tonia questioned whether we put CEO search on hold until management firm is hired or do we work concurrently? Board agreed it was important to work concurrently and there is some urgency for both to be worked on. A special board meeting will be set up to interview 4th search firm next week and would like to make a motion at that meeting to select a firm so we can move forward.

Old Business - Approval of Meeting Minutes

Jamison Ziegler moved to approve the meeting minutes from 11/20/23, 11/29/23, 12/6/23 & 12/11/23 including any executive meeting minutes. Ashli Tatro seconded. All in favor. Motion carried.

Old Business - Approval of Payroll and Bills

Dave Bell moved to approve bills from November 11th through December 15th in the amount of \$3,066,077.25 including a payment of \$1,454,549.29 to Layton Construction. Kenda Tanner seconded. All in favor. Motion carried.

Public Comment

Dr. Burnett asked how will we advertise for the junk sale of Rig #141 and how does the process work? Lena will approve of advertisement for the bid of Rig #141 and it will be posted.

Executive Session

At 8:43 p.m., Dave Bell moved, and Ashli Tatro seconded, to go into Executive Session for the purpose of discussing legal and personnel issues. Motion carried.

At 10:35 p.m. the board came out of Executive Session and no action was taken.

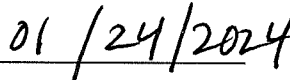
Adjournment

Jamison Ziegler moved, and Kenda Tanner seconded, to adjourn at 10:36 p.m. All in favor and motion carried.

Minutes taken by Jann Maxfield, Executive Assistant both from written and recorded notes.



Tonia Hoffman, Board Chair



Date