



Sublette County Hospital District

Mission: To excel at providing comprehensive health services in Sublette County through efficient, high quality, patient centered care.

Excellence | Compassion | Partnership
Trustworthiness | Stewardship | Communication

Sublette County Hospital District Board Meeting Agenda July 27th at 5:30pm Pinedale, County Commissioners' Room

Board Members in Attendance

Tonia Hoffman – Board Chair
Jamison Ziegler – Vice Chair
Kenda Tanner – Secretary / Treasurer
Wendy Boman – Trustee
Dave Bell – Trustee

5:30pm: Strategic Plan for FYE23 – Mike gave an overview of the Strategic Plan.

Meeting Call to Order 6:00 p.m.

Pledge of Allegiance

Set Agenda – Wendy motioned and Kenda seconded. Motion passed unanimously.

Department Reports: *Administrator's Report: Dave Doorn/Mike Hunsaker*

(Nursing, Lab, Radiology, EMS, Business office, PR, Grants and Medical Directors' reports)

Dave reports that EMS continues to work on PALS and ACLS. They are also setting up a hands-on driving course for the staff. It gives us a better insurance rate and better trained staff. Roadway construction between Big Piney and La Barge is still there. EMS did a standby for the rodeos and thank you to Air Idaho for flying out and staging with our staff. Battle of the Badges ended in a tie due to weather. They were able to raise \$1400 for MESA therapeutic horsemanship. And another ambulance got the new suspension system which is so much better than the older ones. In other departments, the nursing team is starting to settle in and really come together. In radiology, Kayla reports that we are launching echoes in August. The table came in today and they can start their training.

Public Relations continues with website, Pinedale Online, KPIN, Facebook and the newspaper. We rolled out Sublette County Health logo with the new colors and Kari has been answering a TON of questions about the hospital. Courtney Meisner, Rose Scobey, Liz Wood and Teresa Lindenmeier designed our floats for the Rendezvous parade and Big Piney parade and they won BEST FLOAT! Congrats to them. The Governor's visit went really well and Kari is hard at work planning the Groundbreaking. For grants, Kari is working on the \$10 million application for ARPA funds and hopes to have it done next week. She's also helping plan a trip to Cheyenne for our leadership to meet with the SLIB board members individually. There are also more ARPA grant cycles still to come, including: small infrastructure, EMS and staffing stabilization. Total grant funding raised since July is \$1.28 million. The board commended her for great work.

Business office reports an average of 28 day turn around, which is good. Kelli does a great job keeping this under 30 days. We've collected \$3.8 million in FY22, with an estimated \$2.4 million by the end of this calendar year. It's up over \$1.3 million compared to last year. We've seen a nice jumps in our revenues. We have the ballfields properly insured, and have signs up

saying “Enter at your own Risk”, to cover liability, but they are open to the public. Dr. Wallace wants all of our ER Providers to be credentialed to do the procedures they are doing in the ER, and Ryan Grove is our first Provider to be credentialed. Dr. Burnett reports helping with the transfer agreement with the County and attended the Governor’s meeting.

Dave has been working mostly on the USDA, which will come later in the meeting. We are renewing our Tele-Stroke and Tele-Psych with EIRMC. We are going to do additional training on the tele-Psych side. Public Health Update, we have gotten Sublette Center Maintenance out of the annex building. Kari deserves a lot of credit for organizing the movers. We are meeting next with the contractor who is handling the remodel. Dave wants to do a big thank you to the County Commissioners to pay for part of the repair to the roofs in the clinics, which both have a design flaw which leaks. The cost is \$29,000 per clinic. Michelle is working with DZA and providing them stats which will help us understand if we want to become a Rural Health Clinic. Dave wants to report that we promoted Michelle Stauthamer to Controller. Tonia wanted to be sure and thank Ryan Grove and congratulate him.

Tonia asked Kari about the groundbreaking and forming a committee. Tonia doesn’t know if we need a formal committee, since the event is less than a month away. Tonia suggested asking people who have helped in the past, such as Joan Mitchell, Louann Heydt, and others. Kari also reported that Ruth Steele with the Sublette Center board wants to help. Kari gave a brief update on where things stand in the planning in terms of VIP guests. Tonia asked if Mike had any advice and he said to make sure there isn’t heavy rain. But on a serious note, Mike suggested making sure everyone that has been part of the project has a part in the shovel ceremony. He also suggested leaving shovels out for the crowd afterwards to take photos. Dave Bell asked where we were holding it, and Kari said the old ballfields, either on the ballfield side by Fremont Lake Road or on the soccer field side. There was discussion on who to invite and specifics about the ceremony.

Committee Reports:

Finance Committee-Kenda Tanner/Dave Bell – Dave reports that we had a pretty good year. We had budgeted for a significant loss, and ended up losing about \$200,000. That was much better than forecasted, and can be attributed to being very careful about expenses. The CAH costs were about \$915,000 for the year, plus another \$251,000 on other capital expenses which are detailed in the report. Leo Riley has begun their audit, and we are pressing them for a report in November rather than May. We are recommending that the board put the audit out to bid. We are asking Mike for an RFP that we can share. We are still battling understanding how the mil levy money will be received. We’re in a decent cash position, but it would be nice to have a little more certainty. We talked about our goal being to have 240 days cash on hand and we are currently at 252 days, so that’s an improvement. We have about \$6 million in our accounts. Our goal is to have \$10 million in reserves when the hospital is done, knowing that there is a period of time when we will be working towards CAH certification and the reimbursements will not have gone up till we are certified. So, we know that we will have a big cash burn for 18 months, and that’s something that we need to be aware of as board members so we have to be sure that we have healthy reserves. We can claw back about \$4 million in CAH capital that we’ve spent, that should get us close to our goal. But we won’t try to claw that back until the hospital is almost done, so we aren’t paying interest on that money. The last thing is the staff is trying to integrate the Sublette Center accounting system into ours, so we will have an accurate picture of the two organizations and making sure that capital reserves are accounted for and separated. We will be seeing how each is affecting the other in terms of income and expenses. We should be seeing some financial statements that look different, because we will roll in the Sublette Center. Dave is happy to take any questions. Tonia thanked him for a great report.

Dave Bell motioned to put out an RFP for an Auditor for the next fiscal year. Mike recommended putting out the RFP in November or December, but the motion could be made now. Kenda said that the Sublette Center has just contracted with a new auditor and it’s going well. Kenda seconded. Motion passed unanimously.

Building Committee- Jamison Ziegler/Tonia Hoffman – There’s been so much to report. We got USDA approval, and are working on ground breaking and starting construction. We have an Owner’s Rep and have been working with the county in that regard. Dave Doorn added that the bid process has started, and that the bids are due the August 3rd. We are getting good coverage. Jeremy Hobbs is going to do one more virtual meeting with subs in case anyone else wants to learn more about the process. Layton Construction has 6 people on the phone calling contractors asking them to bid. Tonia asked if we have had local response, and Dave reported yes. The goal is to have a Gross Maximum Price by August 23rd. Mike added that Karl, our Owner’s Rep has reviewed the bids and it looks positive. Dave Doorn added that they gave the Commissioners a schedule of inspectors, between our Owner’s Rep, USDA, Dept of Health, etc. The Commissioners feel good about the process. We are also working on our Town of Pinedale permits. Jamison said to cross our fingers that it all comes in at budget. Dave Doorn thought it was worth mentioning that Karl only does healthcare facilities, so he has a solid background. Dave Bell noted that we might

have a GMP on the 23rd and then have a board meeting on the 24th. Jamison asked if there would be a bid opening process. Mike said that the General Contractor receives all the bids, and pours through them and make sure it covers every component. They will follow up with anything missed. It will take weeks to pour over the bids and be sure they are accurate. Then they will sit down and dig into who is the lowest bidder, who is most qualified, who has pending lawsuits, etc. Mike does not think it will be a public bid opening, as the process is very complicated. Tonia noted that the Commissioner have asked to be a part of the bidding process as a non-voting partner. Our pre-bid estimates came in 53% was LTC and 47% was CAH. So it's very close to 50/50. Jamison asked about the county pay process. Dave Doorn reported that it was under discussion. Karl will be a part of allocating the costs to the LTC or CAH and then submitting invoices to the County and to where our USDA money is. And the USDA will oversee the whole process, so there will be lots of checks and balances. Thankfully Layton and Karl have experience with this process, because it's complicated.

Merger Committee-Merger Status Update -Tonia Hoffman/Kenda Tanner – Because of the delicate nature of handling the funds and being sure the invoices go to the right pots of money; the Commissioners have asked us to get the Merge Agreement signed sooner than later. We had hoped to sign the Merge Agreement at the Aug 2nd Commissioner meeting when Glenn Pauley and Lorraine Werner with the USDA are here. That might be unlikely, but we are working hard in that regard. We did meet as Joint Planning Committee a few weeks ago. We pulled in financial people from both organizations and tried to set goals to help everything come together as quickly as possible. Aside from the formalities of what it will look like when it comes together (whether it's a Change of Ownership or Membership Substitution) we think it will be a seamless transition merging the Sublette Center staff with ours. It won't be a huge long drawn-out process. When we negotiated our health insurance, we both went with Tegegers and Cigna. It will be a lot of payroll information, but it shouldn't be too bad. Tonia notes that we are working on reassuring the staff at the Sublette Center that this will be business as usual. We want it smooth and we don't want them worried for their jobs. Management will remain the same. That's the key thing we are trying to drive home. Jamison noted that it's critical, they want to be part of the group, but carry-on day to day without any changes. Mike added that there are a lot of moving parts, including the staff and we can't forget about the residents. It needs to be a smooth transition for them. Dave needs to work close with Dawn Walker and Mike is positive about the process. We set a goal to get it done within 90 days, and Mike noted that it has to be done by the end of the year for people's health insurance deductibles. We want to start January 1 with all the employees under the same benefits package.

Quality Committee-Wendy Boman – For Quality, Mike went over the Strategic Plan. We also discussed employee housing. Star Valley Health has 16 apartments that they keep for employee housing. We also discussed the need for an inventory system in the hospital. Mike also offered to let us have access to Star Valley's policies, so we will start tackling that process. Tonia asked and Wendy answered that Press Ganey surveys will start August 1. Wendy noted we've been waiting for most of the year, and Kari noted that she negotiated for a 4 month refund. That is nice of Press Ganey, as the delay isn't their fault. It's all the University of Utah and being a massive organization that moves slowly. We are hoping to have data soon!

New Business

- **USDA Application Updates**-Dave Doorn reports that the application is APPROVED! He's now working on getting our construction loan in place. We need to have everything ready to go when we want to start. Greater Commercial Lending is a bank out of Nevada, and we at one time thought we would have to act as a foreign agent in order to do business in Nevada, but our lawyers were able to remove that. We were able to keep our sovereign immunity. Dave also clarified that we have the 90% USDA and the 10% participation loan. So the construction loan and that 10% participation loan are from Greater Commercial Lending (GCL). Tonia said kudos to our legal team going to bat for us. Tonia also noted that it will be great to take off the agenda "USDA Application" which has been there for quite a while!
- **Marbleton Services** – Tonia asked Dave about what it would take to get some Urgent Care services in place in Marbleton, and she realizes it's a big ask. Dave said that what we have done in Pinedale was tackle Front Desk first, to get them open from 7am to 7pm. They were able to stagger shifts so they could cover it without any additional staffing. Then our Nurses went to 12-hour shifts, so they can cover call as needed. With lab and Xray, we have them on call after 5pm. So, they are still on call for Urgent Care. The big difference between Marbleton and Pinedale is the number of staff. Right now, we have one Radiology Tech in Marbleton, and she works 8 hours a day. How are we going to get 12 hours of radiology in Marbleton. We also need to figure out how to do the Front Desk, which has a smaller staff than Pinedale. In Marbleton Lab, we have a staff and a half, so it might be possible to stagger. We are working to figure out how we can do 12-hour coverage. Radiology is the trickiest part. Jamison asked if people are specific to locations and Dave answered no. The equipment is the same in both locations, so staff can transfer. Tonia

asked if we could offer Urgent Care without radiology. Dave said that we haven't had that conversation, because if we open it, we want to have a good product. Mike asked if the board give Dave and himself a few months to calculate the number of visits we would need in order to staff to the level we would need at the Marbleton Clinic for 12-hour coverage. How many visits do we have now, and how many would we need to cover the costs? Mike suggested a business analysis that includes figuring out the staffing.

- **Strategic Plan Approval** – Jamison moved and Wendy seconded. Mike added that he went over the highlights, and there will be a subset of goals and benchmarks tied to each of them along with who is tasked with it and what is the timeline. This is going to be an active plan. Tonia noted that she appreciates that it correlates with our Mission and Vision, which we have worked hard to outline. With no further discussion, the motion passed unanimously.
- **ARPA Grant Application Resolution** – Kari noted that the SLIB board requires that the SCHD Board pass a resolution authorizing an application to the ARPA grant. Dave Bell motioned that the board approve a resolution authorizing the submission of an ARPA Health and Human Services grant application to the State Loan and Investment Board on behalf of the Governing Body for the Sublette County Hospital District. Mike recommended adding the amount. Dave amended his motion to add a \$10 million grant application for the construction of a Critical Access Hospital and Long Term Care facility to mitigate the harm of COVID 19. Kenda seconded. Motion passed unanimously.

Old Business

- **Draft Transfer Agreement** – The Board has already given Tonia approval to sign it. She was hopeful to have the most up to date draft to share with the board today, but doesn't. As soon as Tonia gets it from the Deputy County Attorney, she will share it with the Board. Dave Bell asked how we will provide two secure beds for the jail? What will that look like? Vicky Marshall answered that they are Title 25 beds and were designed for psychiatric patients and have a spot for someone to observe the patient for the 72 hours required. Dave Bell asked for clarification if they are included in the 10 in-patient beds, and Vicky answered that they are in the ER, not part of the 10 beds. They can also be used for other uses. Vicky said that the law requires that there has to be an officer observing the patient for 72 hours straight, so that's why the observation space was designed. It's a secure room that can be used when needed and then used for non-Title 25 uses at other times. They are multi-purpose rooms. Dave and Tonia noted that this Transfer Agreement is waiting on the signed Merger agreement. Once the Merger is signed, then the Commissioners will approve the signing of the Transfer Agreement which will trigger the \$20 million and the transfer of the properties so we can begin construction.
- **Delegation of Authority** – After last month we had a number of revisions discussed. Those have been made and Tonia would ask for approval. Jamison moved to approve the Delegation of Authority as presented and Kenda seconded. Motion carried unanimously.
- **Merger Agreement** – Tonia gave a detailed description before during the Merge Committee report. The only thing she would add is that the Commissioner's continue to urge us to get this finished up as quickly as possible. Kenda added that the Sublette Center attorney left for another job, so they hired Nick Healy as their new attorney. Abbi stressed that they are diligently pushing (to the point of being annoying) to get this finished. She reminded us that we had a draft Merge agreement completed months ago, but if the USDA approval wasn't going to happen it made no sense to work on the merge agreement or transfer of the licensure. Since the day after the USDA approval, it's been a flurry of emails and activity. She thinks we are close to getting something signed.
- **Owner's Rep Update** – Dave Doorn reported that we've had an agreement with Karl Lueschow for a time, but haven't signed it yet. It's for the \$179,000 and our legal team will need to review it. Kenda motioned to authorize Tonia Hoffman to sign the Owner's Rep contract once our legal team has had a chance to review it. Wendy seconded. Motion passed unanimously.
- **Approval of meeting minutes** June 22, 2022 / June 27, 2022 / July 12, 2022 and the Executive Session meeting minutes from June 22nd. Wendy motioned and Kenda seconded. Motion passed unanimously.

- **Approval of Payroll and Bills** – Dave moved we pay payroll and bills in the amount of \$876,756.15 and Kenda seconded. Motion passed unanimously.

Public Comment – Former employee Teren Donley wanted to bring up the newspaper article about Jason Ray and concerns that this is going to make or break decisions about people choosing to use the Clinic. She also wanted to raise questions on how the Administrator handles complaints against Providers. She knows a lot of people who don't go to the clinic. What will be done to assure the community that it is a safe environment to seek care? Tonia assured her that safety is our foremost concern and they are aware of the situation. Dave Doorn said that we can't discuss personnel issues but that the complaint she mentions was addressed through administrative channels. Tonia invited her to contact the board if she wasn't satisfied with the outcome. Tonia thanked her for being here.

Dr. Fitzsimmons wants to know if there is swamp gas coming up from the construction site and if the EPA is looking into it and if that will hold up the groundbreaking ceremony? And number two he wants to know what we are going to do about Jason Ray and his possible arrest for assault of a minor? Tonia answered that we've had multiple environmental tests on the construction site and everything has been reviewed again and again. There are no swamp gases and there are no concerns by the agencies who do those reports. Our site has been approved many times over. In regards to the second question, we are unable to comment on personnel issues, but we do take patient and staff safety very seriously. He's on administrative leave pending investigation. That's all we can say at the moment. Dr. Fitzsimmons thanked her for her responses.

Executive Session: *Personnel and Legal* – 7:20pm Wendy moved and Jamison seconded to move into Executive Session.

9:06pm – Out of Executive Session.

Adjournment – Dave motioned and Jamison seconded to adjourn at 9:08pm. Motion passed unanimously.

Minutes taken by Kari DeWitt

Tonia Hoffman, Board Chair

Date

Dave Doorn, Administrator

Date