



Missouri River Medical Center
Board of Trustees
January 26th, 2023

A regular meeting of the Board of Trustees of the Missouri River Medical Center was held January 26th, 2023, in the MRMC Reach Room, and by utilizing online phone and video conferencing. The meeting was called to order by Chairman, Mike O'Hara at 1:36 PM.

Members: Members present were Mike O'Hara, Nikki Stovall, Ross Rettig, Roger Pugh, and Tricia Juedeman. Also, present were Louie King, CEO, Mindi Payne, Finance, Janice Woodhouse, DON/COO, and Bryan Cartwright, Recorder.

Guests: Brian Solan and Angie Waggener of Ameresco, Ron Young, Nick Munoz, and Bethany DeBorde River Press.

Minutes: Minutes of the December 20th, 2022, board meeting were reviewed.

MOTION: The MRMC Board of Trustees approved the minutes from the December 20th, 2022, meeting as presented. Motion was made by Trish, second by Ross. Motion carried unanimously.

Benefis Negotiations Update: Mike stated that there is nothing to report at this time, but the Benefis negotiations will be an agenda item for the future to keep the public up to date and informed. The attorneys are working on the due diligence now. There is no schedule as of yet. We have been very thorough for how we are approaching this, Mike stated. The board discussed communicating with the public that have asked questions. Ron Young stated that the Foundation and its assets are not a part of the potential sale of MRMC to Benefis. Roger Pugh wondered if the foundation might consider funding for the Physical Therapy Balance class.

Comments from the Floor: None.

Foundation Report: Ron Young has had a discussion with members, they will have a meeting to discuss how the foundation will move forward. Ron Young stated going forward that the foundation would continue supporting MRMC in coming years but also expand its support for healthcare needs in the hospital district". Ron will have an update after the next foundation meeting. Mike requested that the waiting room have historical pictures, and asked if that might be a potential funding opportunity for the Chouteau County Healthcare Foundation. Ron Young stated that might be a good project.



Board Action Items:

Ameresco Update: Brian Solan welcomed back Angie Waggoner to Ameresco. Brian stated the new clinic is complete. The old clinic, Medical Office Building full plan project was bid in the \$700,000 range by Claussen contracting. Brian stated that the plans would be down scaled to a smaller project since that was not in MRMC's budget range. Brian presented plans for a smaller renovation project to complete a portion of the old clinic, and to prepare the old clinic reception and waiting room areas for the Eye Clinic. Mike stated that the smaller project would be good since it would be able to be completed in a shorter time frame.

Chemistry Analyzer: Louie stated we are getting to the end of life on our Chemistry Analyzer, which is 15 years old. Janice stated the difficulties in finding reagents for our current analyzer and parts to repair due to the age. Louie stated we are in the middle of negotiations on obtaining pricing for replacement. Ronnie MRMC's Laboratory Manager believes we can get by for a while with the current analyzer. Louie estimated the cost for the replacement is between \$60k-80k. Louie stated if the analyzer has major problem, we might need to have an emergency BOD meeting to approve funds for a new one.

IT Virtual Servers: Louie stated that Bryan Cartwright reported the immediate need for servers in the amount of \$6,400. Louie stated we are lucky to have an IT person on staff here to install these servers. Louie requested a motion to spend up to \$7,000.

MOTION: The MRMC Board of Trustees moved to approve the spending up to \$7,000 on Servers. Motion was made by Roger, second by Trish. Mike asked for further discussion. Ross asked how this would interact with future EMR expansions. Louie and Brian discussed the servers involvement with MRMC IT infrastructure. Motion carried.

Approval to hire Camaham Group for a Fair Market Valuation Analysis of the Hospital District Assets: Mike stated we need an outside company to prepare a Fair Market Valuation for the assets for MRMC and the new RHC. This is the same organization that valued Shelby's facility Mike reported.

MOTION: The MRMC Board of Trustees moved to approve to hire Camaham Group for a Fair Market Valuation. Motion was made by Trish, second by Ross. Mike asked for further discussion. Trish asked for clarification between and appraisal or fair market value. Ross asked if someone would travel to MRMC. Mike stated that there would be travel from Florida. Trish then stated that the terminology between fair market value and appraisal were interchangeable in the Camaham group. Motion carried.

Nursing Services – DON/COO Report

- Janice stated staff attended a after Christmas Party at the Community Bible Church that was put on by employees Emily Anderson and Christa Bronec, who did a wonderful job. Janice stated we still continue to utilize traveling nursing services. Janice has talked to MHA on how to build staff, and the consensus is that all Critical Access Hospitals are struggling with staffing issues. Janice stated she was thankful for the staff we have. Janice reported that we have great projects going on now. We just had a safety meeting where all departments attend. Janice announced the recent hire of Sissy Felton to help with disaster preparedness. We have two disaster drills that we will be participating in March and May. Sissy will also be working on updating policies right now. Also, Sissy will be performing BIO Safety inspections. We are still continuing to mask with the Long Term Care patients who are at high risk.
- **Financial Services Report**
 - Mindi Payne presented the December Financials to the Board, see attached.
 - Mindi reported, Gross revenue for the month of was \$656k, which exceeded budget by \$85k. Total inpatient revenue was \$4k over budget. Skilled swing bed revenue was \$42k over budget while long term care revenue was \$42k below budget. Outpatient revenue was \$55k over budget while the clinic was over budget by \$27k. Overall deductions from revenue were \$32k under budget. Contractual allowances were \$50k under budget while provision for bad debt was \$18k over budget. Operating expenses were \$712k in total expense, over budget by \$97k. Wages, professional fees, supplies, and other expenses were over budget for the month.
- **CEO Report**
 - Louie King discussed the need for Laboratory and Radiologic technicians in Critical Access Hospitals. Louie yielded the rest of his time back to the board to conserve time for the executive session.

The next regular board meeting is scheduled for February 21st, at 1:30PM in the MRMC Reach room and via Zoom.

Respectfully Submitted,

Mike O'Hara, Chairman

Bryan Cartwright, Recorder