



Missouri River Medical Center
Board of Trustees
March 23rd, 2023

A regular meeting of the Board of Trustees of the Missouri River Medical Center was held March 23rd, 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 1:34 PM.

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

Guests: Ron Young, Barb Brodock, Stewart Kirkpatrick, Brian Solan

Minutes: Minutes of the February 21st, 2023, board meeting were reviewed.

MOTION: The MRMC Board of Trustees approved the minutes from the February 21st, 2023, meeting as presented. Motion was made by Trish, second by Nikki. Motion carried unanimously.

Benefis Negotiations Update: Mike O'Hara stated that the terms sheet is completed and will be reviewed today in Executive Session at 3:00PM. Mike also mentioned that the appraisal is not completed yet.

Comments from the Floor: Mindi Payne introduced Aaron Radonich as the Benefis Accountant.

Foundation Report: Ron Young stated they anticipate a Foundation Board Meeting on March 28th. The Foundation has not received a dollar amount request to sponsor the PT Sail program yet. The 2nd discussion was on the funding of the historical pictures for the new clinic waiting room.

Board Action Items:

Ameresco: Brian solan stated they have the hard dollar amounts for the old clinic remodel at a figure slightly under \$300,000 for a scaled back project. Talcot construction would be selected to perform the remodel. Mike asked if the Board would table this item until the Benefis negotiations progressed. Mike asked the board for comments. Roger asked for an update on the expansions to PT and the relocation of the dinning room. Mike added that was in the Benefis negotiations agreement, which would be discussed further in Executive session. The Board thanked Ameresco for producing the numbers for the Old Clinic Remodel.

Nursing Services – DON/COO Report

- Janice stated the providers are up and running in the New Clinic with the addition of Chase and Jeff on patient utilization. Janice announced that Heather Smith, Jeff’s wife would be joining the provider staff to help provide more Female patient coverage. Janice stated the current hospital census is 22 with one Swing Bed. Janice mentioned receiving requests for patient transfers from facility closures in the state.
 - Janice presented the Quality Information report to the board and how we compare to our peer group.
 - Janice discussed the Billing Departments meeting weekly with Benefis and working on improvements. Janice also mentioned working with Patient Business Services for patient statements, and patient getting statement that were not supposed to.
- **Financial Services Report**
 - Mindi Payne presented the February Financials to the Board:
Gross revenue for the month of was \$491k, which was under budget by \$80k.
Total inpatient revenue was \$88k under budget. Acute revenue was \$11k under budget, skilled swing bed revenue was \$37k under budget while long term care revenue was \$40k below budget.
Outpatient revenue was \$1k under budget while the clinic was over budget by \$9k.

Overall deductions from revenue were \$40k over budget. Contractual allowances were \$37k over budget while charity care and provision for bad debt was \$3.2k over budget.

Operating expenses were \$644k in total expense, over budget by \$29k.
Professional fees, supplies, and clinic expenses were over budget for the month.

Additional details are below:

Volumes

- 531 LTC days (ADC – 19.0), 2 acute days (ADC – 0.1), and 14 swing bed days (ADC – 0.5)
- 10 CT procedures, under budget by 3.
- 45 emergency room visits, under budget by 11.
- 379 clinic visits, over budget by 14 visits.

Expenses and Staffing

- Salaries and wages totaled \$245k, with the average hourly rate being \$25.48.



- Professional fees were over budget by \$66k due to contract nursing staff and a \$14k legal invoice related to the asset sale to Benefis.
- Supplies were over budget by \$2.5k, mostly attributed to the swing bed patients with expensive medications (billable).
- Clinic expenses were over budget by \$6.6k for the purchase of departmental supplies.

Balance Sheet

- Days in accounts receivable ended at 88.7 days.
- Days cash on hand was 166.1 days.

For January, the total net loss was \$131k, under the budgeted net income by 150k. Year-to-date net loss is \$158k, under the budgeted net income by \$316k.

- **CEO Report**

- Louie King apologized for being away due to surgery, and being under the weather presently. Louie yielded his time back to the board to reserve time for the Executive Session.

MOTION: The MRMC Board of Trustees moved to go into closed session. Motion was made by Ross second by Roger. Motion carried.



**BOARD OF TRUSTEES
MISSOURI RIVER MEDICAL CENTER**

**RESOLUTION TO ENTER EXECUTIVE SESSION
03/23/2023**

WHEREAS, the Board of Trustees is authorized, pursuant to Article II, Section 9 of the Montana Constitution and Mont. Code Ann. § 2-3-203, to exclude the public from that portion of this meeting for purposes of gathering facts and receiving education on its fiduciary duties; and

WHEREAS, the Board of Trustees intends to discuss a personnel matter in which the presiding officer, Mike O'Hara, will determine whether the demands of individual privacy clearly exceed the merits of public disclosure; and

WHEREAS, the Board of Trustees intends to hear an update on the Benefis negotiations from its legal counsel; and

WHEREAS, the Board of Trustees intends to receive education on its fiduciary duties from its legal counsel.

NOW, THEREFORE, be it resolved by the Board of Trustees of Missouri River Medical Center that this meeting shall be adjourned to an Executive Session closed to the public in order that the Board of Trustees may discuss these items.

BOARD	MOTION	2ND	AYES	NAYS	ABSTAIN	ABSENT
Nikki Stovall			X			
Ross Rettig	X		X			
Roger Pugh		X	X			
Tricia Juedeman			X			
Mike O'Hara Chairman			X			

I, Bryan Cartwright, Recorder of the Board of Trustees of Missouri River Medical Center, in the City of Fort Benton, State of Montana, hereby certify this to be a true copy of the action of the Board of Trustees, at its Meeting held March 23rd, 2023. WITNESS my hand this 23rd day of, 2023.

 Bryan Cartwright
 Recorder
 Board of Trustees, Missouri River Medical Center



MOTION: The MRMC Board of Trustees moved to come out of closed session. Motion was made by Ross second by Roger. Motion carried.

MOTION: The MRMC Board of Trustees moved to approve Option 1, to sell entire parcel Tracts 12 & 13, plat 72B, Brinkman Addition to Bryan Cartwright with the attorney Stewart Kirkpatrick's advice to receive Benefis's approval on the sale. Motion was made by Roger, second by Ross. Motion carried unanimously.

MOTION: The MRMC Board of Trustees moved to adjourn the meeting. Motion was made by Ross second by Roger. Motion carried.

The next regular board meeting is scheduled for Tuesday April 25th, at 1:30PM in the MRMC Reach room and via Zoom.

Respectfully Submitted,

Mike O'Hara, Chairman

Bryan Cartwright, Recorder