

**MORROW COUNTY HOSPITAL
BOARD OF TRUSTEES
REGULAR MEETING
March 24, 2015**

Members Present: Patrick Drouhard, Chair Joyce Ray, Vice Chair Dennis Leader, Secretary Patricia Anthony Carolyn Beal Paul Hinkle Brent Winand Brad Wood	Absent:	Others Present: CJ Miller, President & CEO Jonathan Kelly, VP Finance Lorelei Heineman, VP Patient Care Services D. Vincent Trago, MD, Medical Staff President Matthew Hintz, MD, Medical Staff Past President Cheryl Herbert, Senior Vice President, Regional Operations Kelley Shealy, QRM Manager Sandie Fisher, Executive Secretary
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AGENDA ITEM	DISCUSSION / CONCLUSION	RECOMMENDATION / ACTION	OUTCOME	RESPONSIBLE PARTY
Call to Order:	Mr. Drouhard called the meeting to order at 6:00 p.m. in Assembly Room C on the lower level of the Hospital.			
Approval of Minutes:	The minutes of the regular February 24 meeting were reviewed.	A motion was made by Ms. Ray and seconded by Mr. Hinkle to approve the minutes as written.	The motion was approved unanimously.	
Hospital Reports:	Annual Safety Report Ms. Shealy, Quality Risk Manager, presented the Annual Safety Report to the Board. Ms. Shealy also has the responsibility of the safety and security program for the Hospital. There are eight (8) basic areas that are covered:			


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	<ul style="list-style-type: none"> • Safety/Security Program • Hazardous Materials, Waste Management • Fire Safety • Medical Equipment Management • Utilities Management • Construction and Renovation • Emergency Management • Life Safety <p>The report included activities of each area and the offsite locations are included in these activities as well.</p> <p>Annual Risk Report Ms. Shealy presented the Annual Risk Report for 2014. It was also noted there are no active cases at this time.</p> <p>Financial Reports Ms. Herbert prefaced the financial reports by indicating she and OhioHealth will be working very closely with MCH in the future to improve the operating margin in several areas.</p> <p>2014 Year-end Combined Financials Mr. Kelly presented the financial and statistical report and indicated the content of the packet has changed. A combined statement of operations for the year-end 2014 financials reflects the figures for</p>	<p>Ms. Shealy excused herself at this time.</p> <p>A motion was made by Ms. Ray and seconded by Ms. Anthony to approve the combined 2014 year-end financial report as</p>	<p>The motion was approved unanimously.</p>	

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	<p>MCH and MCHHS separately with a combined total.</p> <p>There was a net operating loss in 2014 – MCH \$317,098 and MCHHS \$1,175,694 for a combined total loss of \$1,501,848.</p> <p>A breakout by location was also provided for MCHHS (including the Primary Care Practices, Urgent Care, Orthopedics and the administrative expenses).</p> <p>2015 Combined Budget Mr. Kelly also presented a combined 2015 Budget that listed the MCH 2015 Budget that was approved by the Board last October, a revised MCH budget, and the 2015 MCHHS budget with the combined budget column.</p> <p>Ms. Herbert shared that the intention of a budget is a promise from MCH and OhioHealth management to the Board and will be monitored accordingly.</p> <p>Combined February 2015 Financials Mr. Kelly reported that February ended with a loss of (\$559,710) compared to a budgeted loss of (\$110,361). The year-to-date loss is (\$873,204) compared of a budgeted loss of (\$294,075).</p> <p>Although the payer mix has been good, low volumes and employee benefits have created the unfavorable variance.</p>	<p>presented.</p> <p>A motion was made by Mr. Hinkle and seconded by Mr. Winand to approve the combined 2015 budget as presented.</p> <p>A motion was made by Mr. Wood and seconded by Ms. Anthony to approve the combined February financial report as presented.</p>	<p>The motion was approved unanimously.</p> <p>The motion was approved unanimously.</p>	

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	<p>A cash flow statement has been added to the financials and will be part of the packet going forward. Mr. Kelly is working on a combined balance sheet.</p> <p>The main focus at this time is in three areas; volume management, revenue management and expense management. In addition, the goal for days in accounts receivable is 52 days.</p> <p>Medical Staff Report As there was not a Medical Staff meeting in March, there was no report.</p> <p>Administrative Report Ms. Heineman reviewed the Administrative Council Report.</p> <p>Annual 2014 Board Self-Assessments Mr. Miller directed the board's attention to the self-assessment at their seat this evening. The Board is requested to fill-out the assessments and return to Ms. Fisher by April 10.</p> <p>Election of Officers Mr. Drouhard asked the Nomination Committee to report.</p> <p>Mr. Winand reported the Committee selected Mr. Leader, Chair, Mr. Drouhard, Vice Chair and Ms. Beal, Secretary.</p>			

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	<p>Mr. Drouhard asked if there were any further nominations and there were none.</p> <p>Review of Bylaws, Code of Organization and Mission/Vision/Cardinal Value. Mr. Miller explained this is an annual review of these documents and asked the Board to please review these documents and be ready to discuss them at next month's meeting on April 28.</p>	<p>Mr. Wood made a motion seconded by Ms. Ray to close nominations.</p> <p>A motion was made by Mr. Winand and seconded by Ms. Beal to approve the slate of officers as selected by the Nomination Committee.</p>	<p>The motion was approved unanimously.</p> <p>The motion was approved unanimously.</p>	
OhioHealth	<p>Ms. Herbert assured the Board that Morrow County Hospital is a focused area for OhioHealth and herself and they are dedicated to making needed resources they have available to MCH.</p>			
Recess for Executive Session.	<p>As defined by Ohio Revised Code, Section 121.22(G)(1) the Board will recess for executive session to discuss certain personnel matters and hospital trade secrets as defined in 121.22(G)(7).</p>	<p>At 7:55 p.m. a motion was made by Ms. Anthony and seconded by Ms. Beal to recess the regular session to go into executive session.</p> <p>At 8:05 p.m. Mr. Miller, Ms. Heineman, Mr.</p>	<p>The motion was approved unanimously by roll call vote.</p>	

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	<p>Discussion /Action of Executive Session Discussion</p>	<p>Kelly. Dr. Trago, Dr. Hintz and Ms. Fisher were excused from the meeting.</p> <p>At 9:01 p.m. A motion was made by Mr. Winand and seconded by Ms. Anthony to adjourn the executive session and return to the regular session.</p> <p>A motion was made by Mr. Winand and seconded by Mr. Wood that the Board financially support and strongly encourage CFO Jonathan Kelley or CEO CJ Miller and new Board President, Dennis Leader attend the spring session of the National Association of Rural Health Clinics.</p>	<p>The motion was approved unanimously.</p> <p>The motion was approved unanimously.</p>	
Other Business:	None			
Adjournment:		<p>Being no further business, the meeting was adjourned at 9:07 p.m.</p>		

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Minutes submitted by:		Minutes approved by:		
Dennis Leader Secretary		Patrick Drouhard Chair	