

MEETING: **Board of Trustees**
 DATE: **January 23, 2018**
 TIME: **6:00pm**
 LOCATION: **Room # A**

Board Members:

- Patrick Drouhard, Chair
- Brent Winand, V. Chair
- Brenda Harden, Secretary
- Carolyn Beal
- Paul Hinkle
- Olen Jackson
- D. Vincent Trago, MD
- Brad Wood

Other Attendees

- CJ Miller, President & CEO
- Jessica Boston, VP Finance
- Le-Ann Harris, VP Patient Care Services
- Thomas Freundlich, MD, Medical Staff President
- Cheryl Herbert, Sr. VP Regional Operations, OhioHealth
- Angela Keenan, Executive Assistant
- Dr. Grant Galbraith, Guest
- Jon Christensen- Attorney, Guest

TIME	TOPIC	LEADER	DISCUSSION / RECOMMENDATIONS	FOLLOW-UP
6:00pm	Call to Order	Mr. Drouhard	Mr. Drouhard called the meeting to order at 6:00 p.m.	
	Approval of Minutes	Mr. Drouhard	A motion was made by Mr. Hinkle and seconded by Ms. Beal to approve the minutes of the previous meetings on November 28 and December 13. The motion was approved unanimously.	
	Consent Agenda	Mr. Drouhard	A motion was made by Mr. Windand and seconded by Mr. Jackson to approve the Consent Agenda as presented. The motion was approved unanimously.	

TIME	TOPIC	LEADER	DISCUSSION / RECOMMENDATIONS	FOLLOW-UP
		Ms. Boston	<p>Financial Reports Ms. Boston reviewed Finance results for December 2017.</p> <ul style="list-style-type: none"> • Net Operating Income/(Loss) was (\$541k) on a budget of (\$44K) • Volumes for December were unfavorable to budget • Commercial payor mix was favorable at 35.4% on a budget of 30.2% • Overall, expenses were \$380k unfavorable to budget due to the GASB 68 pension entry in the amount of \$421K. • Hospital Net Days in A/R increased from 47.0 to 49.4 • Days Cash on Hand decreased from 86.3 to 80.0 without MCH Foundation cash. Compared to prior month, decreased to 96.5 with Foundation cash. • HCAP revenue had a favorable variance to budget of \$256k. YTD - \$1.5M. 	
	Administrative Council	Ms. Harris	Ms. Harris reviewed the Administrative Report.	
	Annual Risk & Safety Report	Ms. Harris	Ms. Harris reviewed the 2017 Safety & Risk report for Morrow County Hospital.	
	Other Business		The Nominating Committee for the upcoming election of Board positions are Brenda Harden, Carolyn Beal and Paul Hinkle. All Board members approved.	
	Ohio Health Report	Ms. Herbert	Ms. Herbert announced the recent closing of two hospitals. The closings occurred at Affinity Hospital, a 100 plus bed hospital that is located in Massillon, Ohio and Good Samaritan, a 400 plus bed hospital located in Dayton, Ohio.	

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6:31 p.m.	Executive Session – Trade Secrets As defined by Ohio Revised Code Section 121.22(G)(7)	Mr. Drouhard	A motion was made by Dr. Trago and seconded by Mr. Windand to recess for the stated reason and go into Executive Session. The motion was unanimously approved by roll call vote.	
7:30 p.m.	Returned to Regular Session	Mr. Drouhard	A motion was made by Ms. Harden and seconded by Dr. Trago to return to Regular Session.	
	Discussion of Executive Session	Mr. Drouhard	A discussion was held in regards to the Steering Committee established in June, 2017. Mr. Drouhard reiterated the Steering Committee's purpose was to discuss the financial future of Morrow County Hospital and strategies to preserve healthcare services in Morrow County. It was determined by the Morrow County Hospital Board of Trustees to move forth with hiring the firm ECG to guide Morrow County Hospital in future strategic direction.	
	Action of Executive Session Discussion		Mr. Jackson made a motion and Dr. Trago seconded to adopt the following Resolution: RESOLVED, that the Chair of the Board of Trustees of Morrow County Hospital ("MCH") be authorized and directed, on behalf of MCH, to execute the attached Agreement for Partnership Services by and between ECG Management Consultants Inc. and MCH. The resolution was approved unanimously.	
7:40 p.m.		Mr. Drouhard	Being no further business, the meeting was adjourned.	

Minutes submitted by:



Brenda Harden, Secretary

Approved by:



Patrick Drouhard, Chair