

MEETING: **Board of Trustees**
 DATE: **October 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
- Aaron Newman – ECG Consulting, Guest
- Hector Torres – ECG Consulting, Guest



TIME	TOPIC	LEADER	DISCUSSION / RECOMMENDATIONS	FOLLOW-UP
6:00pm	<i>Call to Order</i>	Mr. Drouhard	Mr. Drouhard called the meeting to order at 6:00 p.m.	
	<i>Approval of Minutes</i>	Mr. Drouhard	A motion was made by Mr. Wood and seconded by Ms. Beal to approve the minutes of the previous meeting on September 25. The motion was approved unanimously.	

TIME	TOPIC	LEADER	DISCUSSION / RECOMMENDATIONS	FOLLOW-UP
	Consent Agenda	Mr. Drouhard	<p>A motion was made by Mr. Winand and seconded by Ms. Harden to approve the Consent Agenda as presented.</p> <p>The motion was approved unanimously.</p>	
		Ms. Boston	<p>Financial Reports Ms. Boston reviewed Finance results for September 2018.</p> <ul style="list-style-type: none"> • Net Operating loss was \$255k on a budgeted loss of \$197k. • Driving factors for this month's results are as follows: <ul style="list-style-type: none"> ○ Revenue unfavorable to budget due to low volumes. ○ Unfavorable Payor Mix due to Self-Pay and Commercial payors. ○ Accrued ECG Consulting expense of \$32k: YTD \$294k. • Commercial payor mix was 28.6% on a budget of 30.5%. Self payor mix was 4.8% on a budget of 2.6% • Expenses were favorable by \$56k. Salary expense was favorable \$18k due to management of overtime and timing of open positions. Benefit expense favorable \$148k due to the true up of GASB 68/75 expense less than anticipated for 2018. YTD operating expense is favorable \$1.6M primarily due to a \$972k favorable Benefits variance and \$500k favorable Salary and Wages variance. • Hospital Net Days in A/R increased from 39.7 to 41.47. Days Cash on Hand decreased from 82.3 to 80.5 without MCH Foundation and decreased from 101.9 to 97.47 with Foundation cash. 	
		Dr. Freundlich	<p>Medical Staff Report Dr. Freundlich shared the Medical Staff meeting on October 2, 2018 went well with no issues.</p> <p>The Medical Staff approved the recommendations of the Credentials Committee which are now forwarded to the Board for final approval.</p> <p><u>Credentials Committee – September 19, 2018</u> <u>Appointment</u></p> <ul style="list-style-type: none"> • Brian T Albany, CRNA – Allied Health Professional – Certified Registered 	

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			<p>Nurse Anesthetist</p> <ul style="list-style-type: none"> • Samih Bittar, MD – Consulting Medical Staff – Interpretation of Noninvasive Vascular Testing • Earnest Hardiman, IV, CNP – Allied Health Professional – Nurse Practitioner-Medical • Deborah L Wilson, MD – Emergency Medical Staff – Emergency Medicine • Shamima Y Ahmed, MD – Teleradiology Privileges • Michael C Barrows, MD – Teleradiology Privileges • Andrea N Franklin, DO – Teleradiology Privileges • Giovanni E Lorenz, DO – Teleradiology Privileges • Jeremy C Mauldin, DO – Teleradiology Privileges • David A Palmer, DO – Teleradiology Privileges <p><u>Reappointment</u> <u>The reappointments are for the period 11/1/2018 thru 10/31/2020.</u></p> <ul style="list-style-type: none"> • Larry S Elliott, MD – Emergency Medical Staff – Emergency Medicine • Sandy F Kovacs, CNP – Allied Health Professional – Nurse Practitioner-Emergency Department • Christina M Padrutt, CNP – Allied Health Professional – Nurse Practitioner – Medical <p><u>Voluntary Withdrawal</u> The following practitioners requested withdrawal of staff membership and clinical privileges effective at the expiration of their current appointment period on 10/31/2018:</p> <ul style="list-style-type: none"> • Charles F Botti, Jr., MD – Consulting Medical Staff – Interpretation of Noninvasive Vascular Testing • Joseph Meranda, MD – Courtesy Medical Staff – Orthopedics-Outpatient Clinic <p>The following practitioners submitted a letter of voluntary withdrawal of clinical privileges in Radiology-Teleradiology to Riverside Radiology and Interventional Associates:</p> <ul style="list-style-type: none"> • Thomas Davis, MD – effective 9/3/2018 	

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			<ul style="list-style-type: none"> • Joseph Meranda, MD – effective 10/7/18 • Flamur Semaj, MD – effective 9/30/2018 • Geofffrey Siesel, MD – effective 9/3/18 • <p><u>Ongoing Professional Practice Evaluation (OPPE)</u> The Credentials Committee reviewed clinical indicators by means of ongoing professional practice evaluation for the following clinical areas:</p> <ul style="list-style-type: none"> • Allergy • Ambulatory – APP • Ambulatory – Physician • Anesthesia • Cardiology • Dermatology • Emergency • Gynecology • Hematology/Oncology • Nephrology • Orthopedics • Otolaryngology • Podiatry • Pulmonology • General Surgery • Urology • Vascular 	
	<i>Administrative Council</i>	Ms. Harris	Ms. Harris reviewed the Administrative Report.	
	<i>2019 Benefits Plan</i>	Ms. Boston	Ms. Boston reviewed the recommended 2019 benefits plan for Morrow County Hospital. A motion was made by Dr. Trago and seconded by Ms. Harden to approve the 2019 recommended benefits plan. The motion was approved unanimously.	

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	<i>2019 Operating and Capital Budget</i>	Ms. Boston	Ms. Boston reviewed the 2019 operating and capital budget. A motion was made by Ms. Harden and seconded by Mr. Hinkle to approve the 2019 operating and capital Budget. The motion was approved unanimously.	
	<i>OhioHealth Report</i>	Ms. Herbert	Ms. Herbert announced that Grove City Methodist Hospital opened October 3. She also announced that Southeastern Ohio Regional Medical Center is under an OhioHealth management contract effective October 10. Ms. Herbert will act as the interim president at Southeastern Ohio Regional Medical Center until further notice.	
6:41 p.m.	<i>Executive Session – Trade Secrets As defined by Ohio Revised Code Section 121.22(G)(7)</i>	Mr. Drouhard	A motion was made by Ms. Beal and seconded by Dr. Trago to recess for the stated reason and go into Executive Session. The motion was unanimously approved by roll call vote. All were present.	
8:10 p.m.	<i>Returned to Regular Session</i>	Mr. Drouhard	A motion was made by Mr. Jackson and seconded by Mr. Hinkle to return to Regular Session.	
	<i>Discussion of Executive Session</i>	Mr. Drouhard	A discussion was held in regards to the future of Morrow County Hospital moving forth on a Letter of Intent with OhioHealth.	
	<i>Action of Executive Session</i>	Mr. Drouhard	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, at a time deemed appropriate by the Chair, the Letter of Intent by and between OhioHealth Corporation and MCH substantially in the form attached hereto. The Resolution was approved unanimously.	
8:13 p.m.		Mr. Drouhard	Being no further business, the meeting was adjourned.	

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<p>Minutes submitted by:</p> <p></p> <p>Brenda Harden, Secretary</p>			<p>Approved by:</p> <p></p> <p>Patrick Drouhard, Chair</p>	