**PROCEEDINGS OF THE BOARD OF COMMISSIONERS OF THE MOREHOUSE PARISH HOSPITAL SERVICE DISTRICT NO. 1, STATE OF LOUISIANA, TAKEN AT A REGULAR SESSION MEETING HELD ON THURSDAY, MAY 31, 2018.**

The Board of Commissioners of Morehouse Parish Hospital Service District No. 1, State of Louisiana, met in regular session for a meeting at its usual meeting place, the W. A. Rodgers Conference Room of Morehouse General Hospital, Bastrop, Louisiana, on Thursday, May 31, 2018, at 6:30 p.m., pursuant to written notice duly given and posted in the manner required by law.

Present: Bob Green, Chairman of Commissioners and Commissioners, John Yeldell, Nicolette Releford, Susan Plonnigs and Betty Alford-Olive.

Also present: Derrick Frazier, Chief Executive Officer; Dr. Curtis Sanders, Chief of Medical Staff; Tom Ramsey, Chief Financial Officer; Marie Stephenson, Chief Nursing Officer; and Linda Taylor, Executive Assistant.

Guests: Joe Thomason, CHC Senior Vice-President Hospital Operations via telephone and Dorothy Thomas, Morehouse Parish Police Jury.

**Call to Order**

The Board of Commissioners of Morehouse Parish Hospital Service District No. 1, State of Louisiana, was duly convened as the governing authority by the Chairman, Bob Green.

**OPEN SESSION:**

**Invocation & Welcome**

The invocation was given by Ms. Olive.

**Announcements**

There were no announcements.

**Approval of Minutes**

On a motion made by Ms. Plonnigs and seconded by Ms. Olive, the Board voted to approve the minutes for the meeting held on May 03, 2018 as presented and reviewed. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Medical Staff Report – Dr. Curtis Sanders, Chief of Staff**

In Dr. Sanders’ absence, Mr. Frazier stated the Medical Record Review/ByLaws/Credentials/ Medical Executive Committee (MRRC/Bylaws/Cred/MEC) and the Medical Staff recommends approval of the action requests listing Temporary Appointments, Initial Appointments, Reappointments and Changes of Staff Status for privileges. There was an exception that Amber Fowler, APRN be given an extension of 30-days for completion of the reappointment process. The Medical Staff also recommended approval of the Policy and Procedures for the Hope Unit, geri-psych services.

On a motion made by Ms. Olive and seconded by Mr. Yeldell, the Board voted to approve these action requests for the Temporary Appointments, Initial Appointments, Reappointments and Changes of Staff Status for privileges including the extension of 30-days for Amber Fowler, APRN as presented. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

On a motion made by Ms. Plonnigs and seconded by Ms. Releford, the Board voted to approve the Policy and Procedures for the Hope Unit as recommended by the Medical Staff. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Nursing Report – Marie Stephenson, CNO**

Ms. Stephenson stated there was no formal nursing report. She gave an update on the successful survey of the Hope Unit, geri-psych services which has since opened and patients admitted. An invitation from the Lion’s Club was received and attended to outline the purpose of these specialty services. A ribbon cutting will be held for the opening of the Hope Unit and the community invited to join the celebration.

Ms. Stephenson reported that the local nursing home administrators and staff were invited to a meet & greet luncheon as an introduction to the hospital’s leadership team. There will be quarterly meetings scheduled to continue with building relationships and they can be hosted by the nursing homes otherwise the hospital will sponsor these.

The relationships with the local nursing homes to discuss new physicians and services being provided by Laboratory, Radiology, and other services were discussed. It was suggested to also take this opportunity to market other area nursing homes in all the towns surrounding our parish.

Ms. Stephenson reported that there were no formal patient complaints and that the patient satisfaction reports may take a few months to get data based on changing vendors from Health Stream to Press Ganey. They will require a time period for set-up to put operations in place and following that the time necessary to collect surveys from patients to be reported.

**Finance Committee Report for April 2018 – Tom Ramsey, CFO**

Mr. Ramsey stated the Financial Statements for April 2018 were provided in your binder. The reports include the Hospital’s Patient Volume and Utilization along with the Clinics’ Patient Volumes and UtilizationStatistics through the period;Annual Income Statement, Operating Cost, Earnings, Balance Sheet, Statement of Cash Flows, and Projects.

Mr. Ramsey reported the volumes and admits for the month as compared with year-to-date which was lower this month. The length of stay was discussed with case mix index and usage of the CDI program. The births were down for the year so recruitment of an Obstetrician will be able to bring those numbers back up. The emergency visits were increased this month and need to keep focus for the conversion rate to remain higher than 3.8% percent. Adding a Hospitalist and other new physicians will increase the volumes for the fiscal year 2018-2019. The outpatient visits decreased for year-end comparative, so we are looking for growth with recent changes for a positive impact moving forward.

Mr. Ramsey discussed the Net Patient Revenue (NPR) to gross percent after bad debt (PCR), adjusted admission before bad debt, the bad debt percentage of NPR and the NPR per adjusted admission after bad debt. The PCR paid higher than budget for a good month compared with bad debt.

Mr. Ramsey reviewed the discretionary expenses and the non-discretionary expenses including that supply costs were good for the month during low volume. The salary and benefits for full-time employees (FTEs) were down but not enough for the low volumes. There were added expenses for the national hospital week celebrations and the server relocation expenses. The EBIDA for the month exceeded budget almost $3 Million dollars for year-to-date. The supplemental funding income items were reviewed with the Hospital earnings and the consolidated earnings for comparison.

Mr. Ramsey reported the clinics patient volumes and keeping trends that improve financials such as scheduling new patients and increasing the patients for all clinics. There are new physician providers and their volumes are expected to increase during the next several months.

Mr. Ramsey discussed the Annual Income Statement, Balance Sheet, and Statement of Cash Flows. The consolidated earnings for the hospital and clinics made a profit so cash was at $7.2 Million at the end of the month. The cash will drop next month as the hospital did not finance the cost for the renovation of the Hope Unit (geri-psych) and will continue paying the Accounts Payables timely.

Mr. Ramsey reported the ongoing projects include the Hope Unit punch list being completed with revisions to the door handles and door frame based on the recent inspections. The tools and training of the CDI program are ongoing to be implemented. The Fiscal Year End (FYE) 2019 Budget project has been completed and ready for approval after only one minor update to add an Information Systems capital item. There are two other capital purchase items for approval which includes monitors needed for Urology in the Operation Room (OR) from Stryker in the amount of $11,400 dollars. The second request to approve the 3D Mammography equipment being purchase now through a loan financed with pay-off before year-end instead of waiting to purchase in the Budget. This item improves providing an upgrade and the newest technology for patient care. The details are provided in the binder for capital item purchase.

Mr. Ramsey reported that the year-end audit bid being published was in the binder for review and requests vendors to submit bids to perform the specific duties of the year-end audit requirements.

There was discussion regarding the requirements for meeting time-lines and legislative auditor’s approval, presenting the bids to the board and to the Police Jury. The audit covers the time frame from June 1, 2017 through to May 31, 2018 and is due prior to the end of November 2018. There should be a cap designated on the fees. There is no meeting in December; therefore the process should be completed prior to and within the month of November 2018.

**Approval of Financial Reports:**

On a motion made by Mr. Yeldell and seconded by Ms. Plonnigs, the Board voted to approve the Financial Report as presented for April 2018. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

Monitor Surgical Display System

On a motion made by Ms. Olive and seconded by Ms. Releford, the Board authorized approval and processing documentation necessary to purchase the Monitor Surgical Display System from Stryker as quoted in the amount of $11,436.62 dollars as presented. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

Contract Evaluations

The contract evaluations were presented for review and were all acceptable for quality purposes as outlined for April 2018.

Notice for Bid: Audit of Financials FYE 2018-2017

On a motion made by Ms. Releford and seconded by Ms. Plonnigs, the Board authorized approval and processing documentation necessary to publish the bid including the recommended changes to notify the Legislative Auditor Office and complete the process in November for Board presentation of the Audit of Financials FYE 2018-2017 with the request for proposals. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Approval of FYE 2018 Budget:**

On a motion made by Ms. Plonnigs and seconded by Ms. Releford, the Board voted to approve the Fiscal Year End (FYE) 2018 Budget with one change in the operation and capital budget items as discussed. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**OLD BUSINESS:**

There was no old business.

**NEW BUSINESS:**

**Community Hospital Corporation Report – Joe Thomason, CHC SVP Hospital Operations**

Mr. Thomason stated the Community Hospital Corporation (CHC) report for April 2018 was provided in the binder for review. He congratulated the Administrative leadership team and appreciates the work from everyone to ensure passing the survey to open the Hope Unit. The CHC leadership conference was held in May and attended by the hospital staff. There was hopefully value found and learned from the meeting to take back to staff after attending the conference. We are working with the Hospital’s senior staff to contract with a team of general surgeons who have a Louisiana license to fill the gap until the position is filled with a permanent candidate.

**Approval of CHC Management and Expenses Invoices**

Mr. Green stated the CHC Management Fee and Expenses invoices were provided for review and approval. There were no travel expenses and discussion regarding the USAC funding charges for approval.

On a motion made by Ms. Plonnigs and seconded by Ms. Olive, the Board voted to approve the CHC Management fee for April on invoice #3600 and the Expenses invoice #3639 for salary and compensation along with the USAC invoice #3635. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Administrative Report - Derrick Frazier, CEO**

Mr. Frazier requested to amend the agenda to add two items for discussion and approval. Along with requesting the loan approval for the capital purchase of equipment, we request to change the date of the Board meeting in June and cancel the Finance committee meeting.

**Amend the Agenda**

On a motion made by Ms. Plonnigs and seconded by Ms. Olive, the Board voted to amend the agenda to add two items for discussion and approval of the loan for capital purchase of equipment and changing the date of the Board meeting in June. The motion passed by unanimous voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Approval to Change the Board Meeting Date in June 2018**

There was discussion to revise the date and time of the Hospital Board meeting to Wednesday, June 27, 2018 at 6:00 p.m. and to cancel the Finance Committee meeting. The purpose was to allow for attendance by all board members and leadership team.

On a motion made by Ms. Plonnigs and seconded by Mr. Yeldell, the Board voted to approve revising the date and time of the Hospital Board meeting to Wednesday, June 27, 2018 at 6:00 p.m. and to cancel the Finance Committee meeting. The motion passed by unanimous voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

**Approval of Loan for Capital Purchase of Equipment**

There was discussion to approve the loan for the purchase of capital equipment which was included in the Budget to purchase the digital 3D mammography state of the art equipment to meet Meaningful Use requirements as well as improving patient care. Following approval of the Budget, the recommendation was to proceed with a loan now for the purchase of this equipment in the amount of $268,876.00 dollars.

On a motion made by Ms. Olive and seconded by Mr. Yeldell, the Board voted to approve and authorize the loan process in the estimated amount of $268,876 dollars as budgeted to purchase the digital 3D mammography equipment as presented. The motion passed by unanimous voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

Mr. Frazier reported that a meeting request was made for August 31, 2018 with Dr. Qayyum and his legal counsel to confirm the agreement of an annual payment as negotiated to resolve the case between the two parties. The mediator for this negotiation has been Representative Katrina Jackson and the hospital may need an attorney present.

Dr. Curtis Sanders arrived to the meeting at 7:20 p.m.

Mr. Frazier discussed that Dr. Raj Bhandari has reconsidered being an employed physician and has discussed options. We recommend the same offer as the prior offer and same terms along with including the clinic building. The proposal information will be presented at the next meeting.

**Adopt the Millage Rates for 2018**

Mr. Green read aloud the Resolution to Adopt the Millage Rates for 2018 including the purpose of the millage of both 8 mills and 5 mills for operating and maintaining the hospital facility and authorizing the assessment to collect the taxes imposed and to enforce in the manner provided by law.

The Resolution was read in full, the roll was called on the adoption and the Resolution was adopted by unanimous voice vote by the following commissioners:

Ayes: Bob Green, John Yeldell, Nicolette Releford, Susan Plonnigs and Betty Olive.

Nays: None.

Absent: None.

There was a time period allotted for public comment and there being no public in attendance, there were no comments presented. The Resolution along with the agenda and attestation will be submitted to the Assessor’s office for processing.

**EXECUTIVE SESSION pursuant to “LA. R.S. 46:1073”:**

There was no executive session.

**ADJOURNMENT:**

There being no further business, there was a motion made by Ms. Plonnigs and seconded by Mr. Yeldell to adjourn the meeting. The motion passed by voice vote as follows:

Ayes: Green, Releford, Yeldell, Plonnigs and Olive.

Nays: None.

Absent: None.

The Board meeting was adjourned by the Chairman at 7:40 p.m.

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**BOB GREEN, CHAIRMAN**

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**DERRICK FRAZIER, SECRETARY**