

Members Present: Jim Bachrach, Chair; Duffie Harrison, Secretary; Anne Wilson; Doug Creamer; Hank Kozlowsky

Staff Present: Mike Cooper, CEO; John Graham, CFO; Becky Gibson, DON; Craig Gibson, Plant Operations; Ginny Griner, HR/ Med Staff; Heather Huron, Administrative Assistant

Guests Present: Tim Templeton, Ajax Construction

Members Absent: Deborah Huckeba; Patrick Conrad, MD; Robert Davis

Call to Order / Approval of Minutes

- The meeting was called to order at 9:00am. Huron confirmed public posting of the meeting. Minutes for the 11/19/15 meeting were emailed prior to the meeting for review. Cooper introduced Dr. Emma Stoll to the Board.
- **A motion was made by Creamer to approve the minutes as presented, seconded by Kozlowsky. The motion was carried unanimously.**

County Report

- Michael Moron was present on behalf of the county. Moron stated 3 proposals had been received for the Construction Manager position. Moron gave clarification as his purpose as a county liaison. He stated he was not present to speak neither for the BOCC nor as a communicator between the hospital and the county. He stated he was present to provide a better understanding to the commissioners.

TMH Report

- Cooper reported on his monthly meeting with Mark O'Bryant, TMH CEO. Per Cooper, he also spent all of Wednesday with Lauren Faison at TMH and Madison County Hospital. Cooper & Faison discussed what he would like to see with the affiliation agreement. He stated he was not looking for rotating specialists as the patient volume wouldn't adequately support. Instead, Cooper would like to see specialty procedures & services, such as mobile mammography, chemotherapy, etc. Faison agreed to see what TMH services may be available for our area.

Medical Staff Report

- Griner reported on behalf of Dr. Conrad. Minutes from the 1/12/2016 Medical Staff meeting were distributed for review.
 - Approval was given by the Medical Staff on the updated Schedule 1 for the night/ weekend Radiology Group, VRC.**A motion was made by Creamer to approve the updated Schedule 1 from VRC, seconded by Wilson. The motion was**

carried unanimously.

- Dr. Stockwell's resignation was announced. Per Cooper, Stockwell's resignation was made for several reasons, the largest being that he was losing money. GI procedures had been reduced to once a month. Bachrach questioned if Stockwell was planning to continue at other hospitals. Cooper explained that Madison County had structured their agreement very differently. One stipulation being that a minimum of 10 patients was required for a GI lab to be held.

CEO Report

Physician Recruitment

- Cooper discussed Dr. Stoll and methods of introducing her to the community. Cooper requested assistance in introducing her to Carrabelle. He informed the Board that as an Internal Medicine physician, she would like to add services to the hospital that have previously not been present. Moron recommended Cooper report on Dr. Stoll at each BOCC meeting. Cooper stated he did plan to take her to the February BOCC meeting.

Construction Update

- Per Cooper, the deadline for CM proposals was 1/13/16. Cooper recommended formation of an interview committee to review each proposal and rate them according to qualifications. Pricing negotiations to determine pre-and post-construction costs would follow. This part of the process would not encumber the county to any more dollars. Cooper stated the project was at a point that a CM would be required before anything else could be done.
- Cooper presented a draft conceptual design of the new facility. In response to Harrison, Cooper explained the difference between ER and Urgent Care services. The design was discussed in detail. The following items were noted:
 - All patient service areas would be in the new facility. The old facility would be kept for ancillary services, business offices, etc. Moron recommended Cooper explain the design plan, just as he had at this meeting, at next Tuesday's BOCC meeting. Templeton agreed from a patient standpoint and marketing perspective, this would be an all new facility for the patients. He also reemphasized that this part of the process would not cost any additional money.
 - Cooper detailed the privacy of outpatient and ER services. Each will have their own space and would not cross paths. The design will limit the migration of ER patients into other areas.
 - Harrison questioned if improvement to the grounds would be considered in the process. Cooper stated some money was set aside, but that there would be considerably less grounds after the facility was built. He also noted the necessity of a retention pond.
- Harrison questioned what qualifications were desired with CM. Cooper listed: experience with AHCA, healthcare, CAH, and patient-centered concepts. Harrison expressed concern with scoring systems. Bachrach gave reassurance that the candidates would be required to show their qualifications.

EMS Update

- Cooper announced the resignation of Hilda Pippin from the EMS Director position. Two candidates for the position, one internal & one external had been interviewed. Qualifications and reservations were briefly reviewed. Cooper shared his anticipation that the position would be filled by next Tuesday. Cooper noted the assistance given by HCA in finding candidates for the position.

Revenue Cycle Update

- Cooper discussed the request for cash from the county following the November BOD meeting. Per Cooper, no negative effect on cash flow had been caused by the ICD 10 conversion; however, the computer conversion had been worse than anticipated. To date \$100k has been borrowed from the HCTF. The final 2 weeks of December showed improved collections and the hospital was able to fund payroll apart from county assistance. He addressed the money expected from the Cost Report and the money held by MCR.

E.H.R. Update

- The hospital has been scheduled to go live on Athena Collector 1/19/15. Other hospitals have reported minimal problems with conversion. Included in the Athena agreement are upgrades and all billing with the exception of self pays. Accordias is aware of the change. Cooper stated with the next year’s SHIP grant, he planned to contract with Accordias for an on-site consultant.

Marketing

- Creamer addressed the billboard in Eastpoint. Cooper stated he would become involved with the negotiations as the vinyl had been torn for 2 months. Cooper stated he would like a new design with Dr. Stoll’s picture.

CFO Report

- Graham presented and reviewed the following financial reports ending November 30, 2015:
 1. Comparative Balance Sheet (Sept. 2014, Sept. 2015, Nov. 2015)
 2. Profit (Loss) from Operations & Subsidies
 3. Weems East / Weems West Income Statements
 4. EMS Income Statement
 5. Notes to Financial Statements- November 2015

Balance Sheet

1. Fund balance increased from audited September 2014 to November 2015
2. Current ratio 2:1
3. Days cash on hand 7.7
4. Net accounts receivable days 74.1

Income Statement

1. EMS November Profit \$22,098 YTD \$7,872

2. Clinics November Losses	(\$100,129)	YTD (\$136,477)
3. Hospital November Profit	\$69,419	YTD \$74,836
4. Totals	(\$8,912)	YTD (\$53,764)

- Cooper reviewed Critical Access reimbursement. He explained reimbursement rates were determined by the previous year’s expenses.
- Moron recommended the role of revenue cycle manager be explained to the county and the community. Cooper explained that the revenue cycle included patient registration, medical records, coding, billing and collections. The pieces which are outsourced have vendors with no investment. Fulkerson assists in determining and fixing issues. Moron reconfirmed that his role was supervisory, of internal and external, to assist the revenue cycle and act in the hospital’s interest, which the vendors would not have foremost. Cooper addressed Fulkerson’s work to obtain Rural Healthcare status at the clinics. He stated it had potential to increase AR by \$150k to \$250k per year.
- Moron asked what a comfortable “days cash on hand” would be. Per Graham, 60 days would be optimal. Cooper stated over 30 days would be good.
- Graham shared the recent engagement of a firm from Birmingham to do the next Cost Report.
- **A motion was made by Wilson to accept the financial reports as presented, seconded by Kozlowsky. The motion was carried unanimously.**

Old Business/ New Business

- The Conflict of Interest policy and the Governing Board By-Laws were emailed prior to the meeting for review. Conflict of Interest statements were completed and signed by the present Board members.
- Harrison addressed the recent patient incident at Calhoun Liberty Hospital.

Public Comment

- There was no public comment.

Adjournment

- The regular meeting was adjourned at 11:00am.

Executive Session

- An Executive Session immediately followed adjournment of the regular meeting.