

**Pondera Medical Center  
Board of Directors Meeting Minutes  
June 23, 2011, 5:30 p.m.**

The regular meeting of the Pondera Medical Center Board of Directors was held on Thursday, June 23, 2011 at 5:30 p.m., in the Pondera Medical Center Conference Room.

**Those Board Members in attendance were as follows:**

Ted Kronebusch, Chairman	Karla Styren, Secretary	Bernard Ries, Treasurer
Brent Gaylord, Vice-Chairman	Jaynie Gollehon	Betty Cooper
Joe Christiaens		

**Absent:** Cheri Bakken

**Administration and Staff of PMC:**

Mark Jones, CEO	Mary Erickson, COO
Dave Doran, CFO	Tiffany Nitz, Extended Care DON
Lisa Hanson, Director of Bus. Development	
Lori Sebben, Executive Assistant	

**Public Guests and Employees of PMC:**

Mike Diekhans, Doug Wilson & Company, PC

In Ted's absence, Brent called for the group to get their meals.  
**Brent Gaylord, Vice-Chairman, called the meeting to order at 5:31 p.m.**

**MEETING CALLEMEETING CALLED TO ORDER**

AGENDA ITEM	MINUTES	MOTIONS/ACTION
<b>Public Comment</b>	Brent called for any public comment. There was none.	
<b>Approval of Agenda</b>	Ted asked if there were any changes or additions to the agenda. There were none. Ted called for a motion.	Ms. Cooper made a motion to approve the agenda; Mr. Christiaens seconded. Motion passed.
<b>Consent Agenda:</b> • <b>Approval of the Minutes from the meeting on 05-26-11.</b>	Ted asked if there were any changes to the minutes from the meeting held on 05-26-11. There were none. Ted called for a motion.	Ms. Gollehon made a motion to approve the minutes from the 05-26-11 meeting with amendments; Ms. Cooper seconded. Motion passed.

<p><b>Approval of Audit</b></p>	<p>Dave introduced Mike Diekhans from Doug Wilson Company and PC, and said that he and Doug had been at PMC the last two months working on the audit; Dave told the group he had emailed the audit to the Board and has copies available if anyone needed them. Mike discussed the procedures they had gone through to begin and finish the audit and said that the Eye Clinic operations had been included in the total audit. Mike noted that PMC is defined as a government and a non-profit entity and explained the relationship with the County with regard to assets. Mike said the management's discussion and analysis was not included because the Board was not involved in the audit; Bernard requested a form, if necessary. Mike told the group that they feel PMC has a good system in place and that their recommendations for changes to keep better control of finances will be, or have already been, put into place. The group discussed the Anderson Trust and the necessity of it being recorded as an asset. Mike told the group that overall, the audit was very good and their findings were minor. Mike thanked the group again for being allowed to audit PMC. Bernard asked how PMC stands in comparison to other critical access hospitals and was told that PMC is about the same; Mike offered to provide the comparison information if anyone would like it. Bernard asked if they had done anything with the cost report. Dave told the group that they will be doing some analytical studies on the cost report. Mark thanked Mike for his time and the audit. Ted called for a motion.</p>	<p>Mr. Gaylord made a motion to accept the audit as presented; Mr. Christiaens seconded. Motion passed.</p>
<p><b>Senior Staff Reports</b></p>	<p>The group discussed the following:</p> <ul style="list-style-type: none"> <li>• Surgicals</li> <li>• Ambulance revenues</li> <li>• Sleep studies</li> <li>• Clinic revenues</li> <li>• Outpatient surgical procedures;</li> <li>• Nursing home food quality</li> <li>• Nursing home beds</li> <li>• EMR - Mary said CPSI was here Tuesday and Wednesday, McKesson was here today and will be here tomorrow; the team wanted to narrow it down by Monday, but</li> </ul>	

because of provider absences, they don't want to move forward without input from the providers. They still want to look at Tech Time; a decision will not be made for a few more weeks. Jaynie asked if they had gone to Dillon; Mary said that a group of 5 went and observed the clinical operations and what their challenges were. They have 12 providers, but their resources are very similar. Mary told the group that the apparent thing is with IT and Clinical information specialists, i.e., IT is more than just IT, their function is to keep the networking and infrastructure going; whereas a clinical person knows the software. PMC will probably have to invest in an IT employee with clinical functionality. Ted asked if we would have to have anything special to implement; Mary said yes, about \$150,000 to \$200,000 including software and hardware. PMC needs to have wireless technology functionality available. The group discussed software, implementation costs, hardware and the companies it's available from. Research will be need to be done on what we end up deciding to use. Barrett Hospital is staying with CPSI, but will be going with NextGen for their clinic module because they feel it's better than the CPSI module. Bernard asked if the two would interface; Mary said it should, but it doesn't always work that way. The group discussed the Clinic and hospital system interfacing with each other and what patients go through each time they check in for an appointment. Mark explained that the bottom line of EMR is that everyone's medical records will be available anywhere, and not be focused on making it easier for the patient/consumer.

Following discussion, Ted called for a motion.

Ms. Styren made a motion to approve Senior Staff Reports; Ms. Gollehon seconded. Motion passed.

<p><b>Finance Report</b></p>	<p>Bernard gave a summary of the May 2011 Financial Report and discussed the following:</p> <ul style="list-style-type: none"> <li>• Accounts Payable and bed tax</li> <li>• Legal fees</li> <li>• Revenues</li> <li>• Home Health</li> <li>• Salaries</li> <li>• Professional fees</li> <li>• Purchased services</li> <li>• Maintenance</li> <li>• X-ray remodel</li> <li>• Loss of \$132k for year</li> <li>• Computer support</li> <li>• Last year's gain of \$79k</li> <li>• Feasibility study</li> <li>• Cash increase</li> <li>• Accounts Receivable and Clinic changes</li> <li>• Nursing Home past due accounts and possibility of owning a house; the initial offer on the house and the counter offer</li> <li>• Ambulance analysis</li> <li>• Mineral rights lease in North Dakota and their offer to lease; a counter offer, royalties, etc. The group discussed options for the mineral rights lease and information from drilling companies already working in the area and the Finance committee's direction to Mark on making a counter offer</li> <li>• Anesthesia machine and financing</li> <li>• Another budget meeting in late July</li> <li>• Elevator bid and timeline on repairs and completion</li> <li>• Bridge donation letter to be sent out to community.</li> </ul> <p>Following discussion, Ted called for a motion.</p>	<p>Ms. Gollehon made a motion to accept the Finance Report; Mrs. Styren seconded. Motion passed.</p>
<p><b>Policy Review</b></p>	<p>Mary told the group that the policies in the packet had been revised and put into the new format. Mary asked for a motion to approve the policies and told the group that policy review and update has been going on to make sure that everything is done; there were not any major changes to these policies. Ted requested major changes to future policies be highlighted for easier Board review. Jaynie asked about excluding Extended Care in the</p>	

	<p>policies; Mary explained that EC has their own that they need to follow and the hospital tries to keep them separate where appropriate. Brent thanked Mary, Lori and all who worked on policies. Ted called for a motion.</p>	<p>Mr. Christiaens made a motion to approve the policies; Ms. Cooper seconded. Motion passed.</p>
<p><b>CEO Report</b></p>	<p>Mark told the group that we are working on donations for the bridge and the Dollar a Day Donor program for employees; Mark distributed the flyer and the badge holder that employees will receive when they become a member. Mark told the group that flyers will go out in paychecks.</p> <p>Mark told the group that Terry Cady from Advanced Litho Printing in Great Falls will be here tomorrow with a brochure for the Bridge project; Terry is same account rep for Benefis and we will get the same pricing. The brochure will be very similar to the Benefis mailer; Mark read the contents of the brochure and explained that donors will get their names on plaque and will receive a lapel pin. For larger projects, donors need to contact Mark or Lisa. Jaynie asked how we will get a mailing list; Mark asked if the County could possibly provide a list of registered voters and was told the list is not considered public record; the group discussed sending to "Resident", with the exception of those who have already donated; they will get direct mail though some may end up getting two brochures.</p> <p>Mark asked group to give kitchen staff a pat on the back for food quality and flavor and explained that we were recently involved with a multi-county disaster; some patients were brought to PMC and the Dietary staff provided PMC ER and on-call staff with food and beverages without being asked. Lisa told the group that she was here as part of the trauma crew and gave kudos to the staff's professionalism. Jaynie asked if PMC has a call list for disasters. Mary said yes and explained how it works. Jaynie asked if the Board could be put on the list; Mary said Board members would be called as volunteers for any mass casualties.</p>	

Mark told the group that PMC will be present Saturday for the Homesteader parade and reminded the group that the employee picnic is tomorrow at 4:00; there will be a cake for JD for her going away. Mark told the group that we have hired a person who will be in training because of her schedule as a Ward Clerk in ER. The HR department will be reoriented to be employee-based and not administration; it will not be a director level position; Mark and Mary will take on the responsibilities of HR Director to protect the organization. Mark reminded the group that the PMC golf tournament is July 16<sup>th</sup>; there will be more holes-in-one opportunities and other prizes. Mark told the group we are hoping to raise enough money to buy the EC raised garden and ambulance supplies. There will be a silent auction and Mark asked for donations for or referrals for that.

Dave told the group that Lorrie Combs had left to take another position; we interviewed three individuals and promoted John Ringdahl who has been here 5-7 years. We will be hiring a maintenance helper instead of a licensed maintenance engineer. The utilities upgrade is still in process; an individual from Washington to be out in a few weeks to help with bids.

Brent complimented Lisa on the Healthy Montana Kids advertising and the \$25 gift certificates. Lisa explained she will be doing more advertising through IGA, radio and TV campaigns that are all being paid for with grant monies.

Mark introduced Michael and Mike Adams, Sr. and Jr., from the kitchen, and thanked them for the meal.

Mark asked the Board to go on a tour of the Radiology remodel after adjournment and said that maintenance had done all the work; the funds were donated by Dr. and Mrs. Taylor.

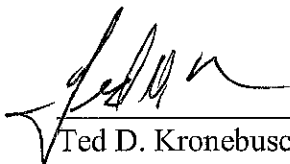
<b>Adjournment</b>	Ted called for a motion to adjourn the public meeting at 7:12 p.m.	Mr. Gaylord made a motion; Ms. Gollehon seconded. Motion passed.
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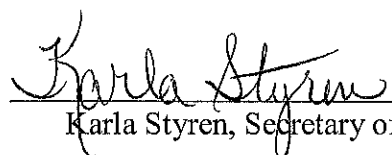
**Open meeting was adjourned at 7:12 p.m.**

**Ted Kronebusch, Chairman, called Executive Session to order at 7:22 p.m.**

<b>Executive Session</b>		
<b>Consideration/Action-Medical Staff Appointments</b>	<p>Lori Sebben presented the following Medical Staff file for consideration by the Board:</p> <ul style="list-style-type: none"> <li>• <b>Patricia J. Grena, DO:</b> Reappointment Privileges to Courtesy Medical Staff were requested based on experience, education, training, professional competence, good judgment and demonstrated ability to adhere to lawful ethics, work cooperatively with staff and properly discharge medical staff responsibilities. PMC Medical Staff had given prior approval for appointment.</li> <li>• <b>Roy N. Kohler, MD:</b> Provisional Privileges to Courtesy Medical Staff were requested based on experience, education, training, professional competence, good judgment and demonstrated ability to adhere to lawful ethics, work cooperatively with staff and properly discharge medical staff responsibilities. PMC Medical Staff had given prior approval for appointment.</li> <li>• <b>Karl M. Oehrtman, MD:</b> Reappointment Privileges to Courtesy Medical Staff were requested based on experience, education, training, professional competence, good judgment and demonstrated ability to adhere to lawful ethics, work cooperatively with staff and properly discharge medical staff responsibilities. PMC Medical Staff had given prior approval for appointment.</li> </ul>	<p>Mr. Gaylord made a motion to approve Reappointment Privileges to Active Medical Staff for Patricia J. Grena for a two-year term; Ms. Cooper seconded. Motion passed.</p> <p>Ms. Cooper made a motion to approve Provisional Privileges to Courtesy Medical Staff for Roy N. Kohler for a six-month term; Ms. Styren seconded. Motion passed.</p> <p>Ms. Gollehon made a motion to approve Reappointment Privileges to Courtesy Medical Staff for Karl M. Oehrtman for a two-year term; Ms. Styren seconded. Motion passed.</p>

<p><b>Consideration/Action-Medical Staff Appointments</b></p>	<ul style="list-style-type: none"> <li>• <b>Brian A. Rick, PA-C:</b> Provisional Privileges to Allied Medical Staff were requested based on experience, education, training, professional competence, good judgment and demonstrated ability to adhere to lawful ethics, work cooperatively with staff and properly discharge medical staff responsibilities. PMC Medical Staff had given prior approval for appointment.</li> <li>• <b>Frank C. Towsley, PA-C:</b> Provisional Privileges to Allied Medical Staff were requested based on experience, education, training, professional competence, good judgment and demonstrated ability to adhere to lawful ethics, work cooperatively with staff and properly discharge medical staff responsibilities. PMC Medical Staff had given prior approval for appointment.</li> </ul>	<p>Ms. Cooper made a motion to approve Provisional Privileges to Allied Medical Staff for Brian A. Rick for a six-month term; Mr. Ries seconded. Motion passed.</p> <p>Ms. Styren made a motion to approve Provisional Privileges to Allied Medical Staff for Frank C. Towsley for a six-month term; Mr. Ries seconded. Motion passed.</p>
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 Ted D. Kronebusch, Chairman of the Board

  
 Karla Styren, Secretary of the Board

07/28/11  
 Date