

**Pondera Medical Center
Board of Directors Meeting Minutes
July 29, 2010, 5:30 pm**

The regular meeting of the Pondera Medical Center Board of Directors was held on Thursday, July 29, 2010 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	Brent Gaylord
Betty Cooper	Jaynie Gollehon	Cheryl Bakken

Absent: Joe Christiaens, Vice Chairman
Bernard Ries, Treasurer

Administration and Staff of PMC:

Dave Doran, CFO	Lisa Hanson, Dir. of Mktg., Bus. Dev. & Diag. Svcs.
Jay Taylor, MD	JD Duncan, HR Director
Sean Kavanagh, IT Director	Wayne Ashworth, Director of RM & RHC
Renne Salois, Respiratory Care Manager	John Carlbom, Sleep Lab Coordinator
Lori Sebben, Executive Assistant	

Public Guests and Employees of PMC:

Ruth Erickson, Ambulance Services Manager

Ted Kronebusch, Chairman, called the meeting to order at 5:34 p.m.

MEETING CALLED TO ORDER

AGENDA ITEM	MINUTES	MOTIONS/ACTION
Public Comment	Ted called for any public comments. There were none.	
Approval of Agenda	Ted asked if there were any changes or additions to the agenda. Ted requested that the Finance Report be moved ahead of Consent Agenda and Minutes. Ted called for a motion.	Ms. Cooper made a motion to approve the agenda with amendments; Mr. Gaylord seconded. Motion passed.
Finance Report	Dave gave a summary of the June 2010 Financial Report.	
<ul style="list-style-type: none"> • Ambulance Resolution 	The group discussed the quarterly review, accounts receivables, days cash on hand, days in AR, operating margin, funded depreciation and the ambulance purchase. Ruth told the group that the ambulance is a 2010 Chevy from Sawtooth Medical, which will have the ALS transfer monitor and she expects arrival by August 9. Ruth also told the group that the	

<p>Finance Report</p> <ul style="list-style-type: none"> Ambulance Resolution - Continued 	<p>graphics on the ambulance will include PMC's logo, Pondera Medical Center and Pondera County EMS because of the Joint funding for the purchase. Ruth explained that the EMTs will be doing additional training to get them to a higher level of care. Ted requested a cost analysis of ambulance salaries, insurance, repairs, etc. Ruth explained that PMC will probably get business from Toole County. Ted requested a business plan from Ruth. Dave read the ambulance resolution and asked for approval. Ted called for a motion.</p> <p>Dave told the group that he had a resolution to add Mark, Mary and himself as signors on the First Liberty account. Ted called for a motion.</p>	<p>Ms. Cooper made a motion to approve the ambulance resolution; Ms. Styren seconded. Motion passed.</p> <p>Ms. Gollehon made a motion to add the designated signors to the account; Mr. Gaylord seconded. Motion passed.</p>
<p>Election of Officers</p>	<p>Ted told the Board members that he would accept a motion to postpone elections or a recommendation to go ahead with the nominations.</p>	<p>Mr. Gaylord made a motion to postpone election of officers until the next regular meeting; Ms. Gollehon seconded. Motion passed</p>
<p>Consent Agenda:</p> <ul style="list-style-type: none"> Approval of Minutes from meeting on 06-24-10 	<p>Ted asked if there were any changes to the minutes of the meeting held on 06-24-10. Jaynie requested that the word "marked" in the CEO Report be changed to Mark. Ted called for a motion.</p>	<p>Mr. Gaylord made a motion to approve the minutes from the 06-24-10 meeting with the requested amendment; Ms. Bakken seconded. Motion passed.</p>
<p>Approval of Audit - Teleconference</p>	<p>Mr. Joe Hauck, from Eide Bailly discussed the draft audit, financial statement, balance sheet, cash on hand, CDs, receivables, days in AR, 3rd party payor settlements, assets, supplies, wages, long term debt, liabilities, and went over the Summary Page with the group and discussed the Schedule of Findings. Following discussion, Ted called for a motion.</p>	<p>Ms. Styren made a motion to approve the audit; Ms. Bakken seconded. Motion passed.</p>
<p>Senior Staff Reports</p>	<p>The group discussed the Clinic walk-ins, JD's Foundation update and the donation from the Conrad family. Following discussion of staff reports, Ted called for a motion.</p>	<p>Mr. Gaylord made a motion to accept Senior Staff Reports; Ms. Gollehon seconded. Motion passed.</p>
<p>Sleep Lab Presentation and Update</p>	<p>Renne Salois gave a PowerPoint presentation and update on the Sleep Lab and explained the changes made in 2009 and why. The group discussed sleep studies and DME. John Carlbom gave a PowerPoint presentation</p>	

	and history of the Sleep Lab and explained the importance of sleep studies, what happens during sleep apnea and the risk of not treating it.	
CEO Report	<p>In Mark's absence, Wayne discussed the following:</p> <ul style="list-style-type: none"> • Staff working to get expenses down over the last 6 months • Product evaluations on light products and pricing and "buying" groups for best pricing • Mary's promotion to Chief Operating Officer and added responsibilities • PMC Eye Clinic, interview of one candidate for optometrist, the withdrawal of interest of one candidate and the upcoming interview of a promising candidate on August 9 • PMC Eye Clinic's purchase of a hog from the 4-H auction at the Marias Fair and donation of most of the meat to EEF for raffles, the rest going to the PMC employee picnic. Ted made a suggestion for the future to donate \$10 to each participant in the auction instead of purchasing livestock • An incident from EC Resident Council regarding residents falling, or nearly falling, due to the hole in the walkway near the front entrance; how patching that area will not work and that replacing the entire structure is the only way to remedy the unsafe condition; Wayne asked the Board to keep it on their radar but that sooner than later this was going to need to be a priority. Ted told the group that the County has an engineer on staff and he will talk to Joe and the County Attorney; Ted and Mark will find a service company to try to get the walkway fixed, which may cost \$100,000 or more, but that he and Mark will expedite. Ted told the board that this was now a priority. 	
Medical Staff Rules and Regulations Amendment	Lori explained that an amendment was made to the Medical Staff Rules and Regulations regarding who will be responsible for reading and signing off on EKG reads; Wayne explained that it is ultimately the responsibility of the ordering physician to read and sign off on the reports, but that PMC's Emergency Department Director will	

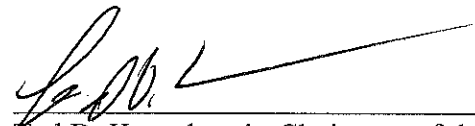
	perform a retrospective review and sign off on all new treatments rendered for the purpose of Medical Staff awareness. Ted called for a motion.	Ms. Cooper made a motion to adopt the Medical Staff Rules and Regulations amendment; Ms. Styren seconded. Motion passed.
CAH and RHC Annual Program Review	<p>Lori explained that the CAH and RHC Annual Program Review was for the Board's information only and that no action was required.</p> <p>Lisa thanked the members of the Board for moving the meetings to 5:30 p.m.; Ted told the group we that the September meeting will begin at 5:30 p.m. to determine if this is a viable option for future meetings.</p>	
Adjournment	Ted called for a motion to adjourn the public meeting at 8:16 p.m.	Ms. Styren made a motion; Ms. Bakken seconded. Motion passed.

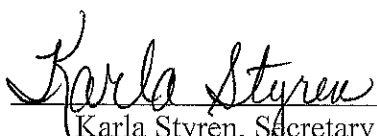
Open meeting was adjourned at 8:16 p.m.

Ted Kronebusch, Chairman, called Executive Session to order at 8:24 p.m.

Executive Session		
Consideration/Action-Medical Staff Appointments	<p>Ted called Executive Session to order at 8:24 p.m.</p> <p>Lori Sebben presented the following Medical Staff files for consideration by the Board:</p> <ul style="list-style-type: none"> • William H. Hall: MD: Provisional to Courtesy Medical Staff Privileges 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. 	<p>Ms. Styren made a motion to approve Courtesy Privileges for William H. Hall for a two-year term; Ms. Bakken seconded. Motion passed.</p>

<p>Consideration/Action-Medical Staff Appointments - Continued</p>	<ul style="list-style-type: none"> • LaRayne Oltz: CRNA: Provisional to Allied Medical Staff Privileges 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. • David Smirnow: MD: Privileges for reappointment to Courtesy Medical Staff Privileges 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. • John E. Taylor: OD: Provisional Privileges for appointment 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. 	<p>Ms. Gollehon made a motion to approve Allied Privileges for LaRayne Oltz for a two-year term; Ms. Bakken seconded. Motion passed.</p> <p>Ms. Styren made a motion to approve Courtesy Privileges for David Smirnow for a two-year term; Ms. Bakken seconded. Motion passed.</p> <p>Ms. Styren made a motion to approve Allied Privileges for John Taylor for a two-year term; Ms. Bakken seconded. Motion passed.</p>
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 Ted D. Kronebusch, Chairman of the Board


 Karla Styren, Secretary of the Board

09/30/10
 Date