

**Audubon County Memorial Hospital Board of Trustees**

**Meeting Minutes**

January 28, 2021 at 12 Noon

Board Room

**ATTENDANCE**

**Board Members Present:** Brett Irlmeier, Vicky Robinson, Michelle Sprague, Marlene Ballou, Anne Miller, Mark Kessler

**Board Members Absent:** Denise Kilworth

**Staff Present:** Suzanne Cooner, Kolton Hewlett, Melinda Alt, Paul Topliff, Dr. Maire via Zoom, Haillie Bruch

**Others Present:** Dr. Michelle Rebelsky during interview

**I. CALL TO ORDER**

Board Chair, Brett Irlmeier, called the meeting to order at 12:00 p.m.

**II. AGENDA APPROVAL**

Anne Miller made a motion, Michelle Sprague seconded by to approve the agenda with approval in accordance with the Code of Iowa Open Meetings Law. Motion carried.

**III. PUBLIC COMMENTS**

No public comments.

**IV. CONSENT AGENDA**

It was moved by Marlene Ballou and seconded by Vicky Robinson to approve the Meeting Minutes of November 19, 2020. Motion carried.

**V. OATH OF OFFICE**

Vicky Robinson, Vice Chair, administered the Oath of Officer to Brett Irlmeier and Michelle Sprague.

**VI. INTERVIEW OF MICHELLE REBELSKY, M.D.**

Board members interviewed Dr. Michelle Rebelsky for the position of Chief Medical Officer. Dr. Rebelsky is currently a family practice physician with Unity Point Grinnell in Grinnell, Iowa.

**VII. FINANCIAL REPORT**

Melinda Alt, CFO, reviewed the financial reports and budget scorecard. The financial report for the month for December Operating Statement "excess of revenue over expenses" for the month was \$26,598.52. YTD is a positive \$325,586.57 compared to budget of \$50,456.21.

CD #23385 matured on 12/30/2020 at Landmands Bank. Rates at Landmands Bank 0.15%, Exchange State Bank 0.05%, and Audubon State Bank passed on bidding. The CD was reinvested at the highest rate of 0.15% at Landmands Bank for another 12 months.

CD #23403 at Landmands Bank for \$438,286.25 came due. Bids were: Landmands Bank 0.15%; Exchange State Bank 0.05%; Audubon State Bank passed on bidding. The CD was renewed at the highest rate of 0.15% at Landmands Bank for another 12 months.

CD #23402 at Landmands Bank for \$742,415.40 came due. Bids were: Landmands Bank 0.15%; Exchange State Bank 0.05%; Audubon State Bank passed on bidding. The CD was renewed at the highest rate of 0.15% at Landmands Bank for another 12 months.

Mark Kessler made a motion, seconded by Anne Miller to approve the financials. Motion carried.

## **VIII. MEDICAL STAFF REPORT AND CREDENTIALING**

Dr. Maire gave the medical staff report and credentialing recommendations. The following appointments, reappointments, and resignations from the medical staff were reviewed:

Initial appointment to Consulting Medical Staff:

1. Shama Rathi, MD (Integrated Telehealth Partners)

Initial appointment to Allied Health Staff:

1. Christina Smith, CRNA (JC Anesthesia Services PC)

Reappointment to Allied Health Staff:

1. Kassandra Wolff, PA-C (Wapiti Medical Staffing)

Board members reviewed the application, the supporting documentation, the recommendations from the Medical Staff, and information received during the credentialing and privileging processes. Based on this review, it is the Board's opinion that the above applicant meets the requirements for Medical Staff Resignations and approval of updated privileges.

Motion was made by Mark Kessler and seconded by Vicky Robinson to approve the above credentialing. Motion carried.

## **IX. ANNUAL DOCUMENT REVIEW AND APPROVALS**

The following were presented to the board for approval. The PAC policies have already been approved by the Professional Advisory Committee (PAC) and the medical staff.

- Emergency Obstetric Delivery – Updated
- Respiratory Therapy Protocol - New

Paul Topliff, CCO, reported that the Emergency Room project will be completed at one time instead of several phases. Paul requested approval from the Board of Trustees for the purchase of cabinetry that will be placed in the main trauma room. An estimated cost of the cabinetry is a \$16,213.41 quote. Brett Irlmeier made a motion and second by Mark Kessler to approve the purchase of the Mass Medical Storage cabinet for \$16,213.41 and the two PAC policies as presented. Motion carried.

Kolton Hewlett, Senior Director of Administration/Compliance Officer, provided the following report on compliance, quality, and risk management activities:

- Annual Compliance and Education for Board of Trustees
- Annual Conflict of Interest – Disclosure of Interest Form
- Compliance Reporting System Policy – updated
- Annual Human Resources Report to the Board of Trustees

Mark Kessler made a motion and seconded by Michelle Sprague to approve the above updated policy. Motion carried.

Board Bylaws – The Board of Trustees Bylaws were reviewed with recommendation of a change to the bylaws to Article VI – Officers to state each officer term will be for a period of two (2) years instead of one (1) year and to combine the Secretary and Treasurer officer positions in to one board member. A motion was made by Vicky Robinson and seconded by Mark Kessler to formally approve both of the recommended Bylaws changes. Motion carried.

Election of Officer: Board members nominated the following board members to officer positions for two year terms:

Brett Irlmeier –Board Chair

Vicky Robinson – Board Vice Chair

Marlene Ballou – Board Secretary/Treasurer

A motion was made by Michelle Sprague and seconded by Mark Kessler to formally approve the slate of officers to two year terms. Motion carried.

#### **X. EXECUTIVE CLOSED SESSION IOWA CODE 21.5 (I)i – Physician Contract**

Michelle Sprague made a motion, seconded by Anne Miller to move into executive closed session at 1:30 pm. Motion carried.

Mark Kessler made the motion, seconded by Marlene Ballou to move out of executive closed session at 1:50 p.m. Motion carried.

Michelle Sprague made the motion, seconded by Mark Kessler to accept the agreement for Dr. Michelle Rebelsky as presented in closed session and to offer Dr. Rebelsky the position of Chief Medical Officer. Motion carried.

#### **XI. BOARD COMMENTS**

Michelle Sprague stated she would not be at next month's meeting due to a scheduling conflict. Brett Irlmeier stated Denise Kilworth would like to come off the board due to her inability to attend the meeting due to her work schedule. Brett asked board members to come up with names for consideration. Suzanne will let the board know if the new member can be from Audubon since most board members live outside the city limits of Audubon.

Suzanne asked for permission to carry over extra PTO days from year to year when she is not able to take the PTO due to obligations at the hospital. Brett Irlmeier made the motion seconded by Mark Kessler to approve an addendum to Suzanne Cooner's Employment Agreement to allow her to carry over PTO from year to year as needed. Motion carried.

Michelle Sprague discussed concerns she is receiving from community members about the COVID vaccination program. Suzanne explained that ACMH must follow the direction of the Iowa Public Health Department as to priority groups for vaccination. The next phase will begin February 1, 2021.

#### **XII. ADJOURNMENT:**

The meeting adjourned at 1:56 p.m. with a motion by Marlene Ballou and seconded by Anne Miller. Motion carried.