

OURAY COUNTY REGIONAL SERVICE AUTHORITY

2015 Board Members: Mike Boland (mikeboland@frontier.net); Jennifer Fedel (tm2trvl@hotmail.com); Dick Gingery (dgingery@g.com), president; Linda Ingo (fisherranch@ridgwayco.net), vice-president; Richard Wojciechowski (RichardRSA4@OurayHorsefeathers.org), secretary.
Diedra Silbert, (Ouraycountyrsa@gmail.com), administrator
Dr. Joel Gates (reception@ridgwaymountainmedical.com), medical provider

REGULAR BOARD MEETING Minutes (file 101515a) *approved*

October 15, 2015, 12:30 PM – Alpine Bank, Ridgway, Colorado

(Note: Items recorded in accordance with adopted agenda notwithstanding sequence of discussion)

Present: Board members: Boland, Gingery, and Wojciechowski, administrator Silbert.

Others: Dr. Joel Gates (medical provider, Mountain Medical Clinic (MMC), Susan Blakney and Josie Scoville (MMC staff).

1. **Call to Order** at 1233 by Dick Gingery.

2. **Review of Agenda:**

- Per 10/9/15 e-mail following the board's budget workshop, lighting and check out station were added to item 6.a. Consolidation and alignment of budget categories was added to item 6. Administrator work load relief was added to item 8.
- Consensus that goal should be to hold board meetings to no more than two hours.

3. **Approval of Minutes from 9/17/15:** Richard sent out draft on 9/24/15; there were no requests for changes or corrections. **MOTION** to approve the minutes by Mike, second by Richard; motion passed.

4. **Public Input:** None.

5. **Discussions with Medical Provider, Dr. Gates:**

- Josie presented a two page detail of AllScripts costs as of October 2015, totaling \$1,686.70 per month and \$20,240.36 per year.
- Joel and Josie explained that the firewall for the computer system is obsolete and will no longer be supported and that AllScripts proposes a new Sonicwall TZ300 firewall (one time price of \$703 including installation plus a \$6.50/month maintenance fee) but also recommends an advanced security package (content filtering, gateway antivirus and anti-spyware, intrusion prevention, reporting and regulatory security (HIPAA) compliance) with a price of \$800/year.
 - Joel expressed his concern that should a breach occur and the cyber insurance be called upon, not having the advanced security package could be a liability problem.
 - No information was available as to the projected end of life for the proposed firewall, but it is new this year.
 - Joel pointed out that MMC had obtained higher bandwidth service from Century Link that cannot be activated until the firewall is installed but that this action must be taken within the next week and cannot wait until the November RSA board meeting.

- Discussion concluded that on a five year basis, this firewall at these prices would cost \$5,093 (\$703 onetime cost for firewall; \$800/year for advanced security package; \$78/year for firewall maintenance), but that an equivalent service lease rather than purchase price would have the benefit of not incurring the repeated replacement purchase costs and would include updates as appropriate.
- Joel pointed out that AllScripts salesmen are happy to provide set pricing on five year contracts but the full price would still have to be paid should AllScripts no longer be the desired service.
- **MOTION:** in light of imperative immediate action MMC be authorized to procure the firewall plus advanced security services package, preferably on a service lease rather than purchase basis, at a cost of between \$1,000 and \$1,100 per year, by Mike, second by Richard. Motion passed.
- Joel presented another requirement: MMC requires technical support for the wireless system related to the fire wall change in the process of getting rid of the old server, which entails “moving” DNS connections and other steps to connect the higher capacity broadband. The cost is either a service contract charging \$185/hour or \$548/year. At the hourly rate it appears the annual cost would be matched or exceeded rapidly. **MOTION** by Mike, second by Richard, to approve an annual service contract at \$548/year; motion passed.
- Joel stated AllScripts proposed a \$900 charge to migrate the server; MMC has gotten that down to \$450 because all costs were supposed to be included in other pricing, and is attempting to have AllSripts acknowledge this should be done at no additional charge. However, the server migration has to occur now and MMC may not be able to obtain a lower price. **MOTION** by Richard, second by Mike, to authorize migration of the server at a cost up to \$450.
- Joel noted that the in-house billing procedures require a second computer monitor so the operator can look at multiple screens at one time. MMC has already taken action to purchase these, but as RSA owns the infrastructure, RSA may want to buy these, otherwise MMC will own them.
 - An additional monitor costs about \$135 and an arm that holds both monitors securely costs an additional \$99, for a cost per additional monitor around \$230. Susie noted that because the desks are small, such dual monitor arms are necessary to prevent a monitor from falling off the desk. Two operators are performing billing functions simultaneously, so two such system improvements are desired.
 - Joel stated the providers would also like to have separate screens with docking stations for their lap tops so they have large screens. Joel stated he has already authorized purchase of these and is willing for MMC to bear the costs and own the additional monitors.
 - Discussion that RSA considers the additional monitors and securing stands a necessity for billing but the additional screens for provider laptops are a preference item, and RSA does not wish to purchase those.
 - **MOTION** by Richard, second by Mike to authorize up to \$500 to purchase two additional monitors and securing arms for the two billing stations; motion passed.
 - MMC will submit the requirement to Diedra for purchase to take advantage of RSA’s sales tax exemption.

- Susie stated that when A&B mechanical flushed the hot water heater they noted that the upper element was not operating. Susie noted water has been luke warm instead of hot despite the instant hot water system. Discussion that as the hot water heater had been purchased in May it should still be under warranty. Board requested Diedra research when the hot water heater had been purchased from whom (believed to be via Gig in May 2015) and to take warranty action to have it repaired/replaced. Susie offered to do the research and provide the information to Diedra.

6. Old Business:

a. Building Projects

- Flooring Project
 - Mike indicated he did not know where Linda stood on finalizing the specifications.
 - Mike has redrafted the contract based on prior concerns expressed at the various meetings. He passed the draft around for comment. Correction of the floor drain and floor leveling has been removed from this scope to be addressed separately. Richard suggested a date certain to get comments back to Mike so he has time to consider and incorporate any changes into a subsequent draft. Board decision that comments should be provided to Mike not later than November 1. Mike will send the draft out as a Word document for ease of review or comment.
 - Mike will consult with attorney Hockersmith after any changes to obtain legal advice on the revised contract.
- Lighting Project
 - Joel objected to the comment in prior minutes that MMC desired occupancy sensor controlled lights to save money, stating the desire is based upon avoiding contamination by people turning lights on and off. Discussion made the point that with the low cost of LED bulbs it makes sense to simply leave the lights on all day rather than turning them on and off and that it is better for the bulbs not to constantly turn them on and off.
 - Mike said he plans to obtain proposals with sensor operated switches as options. He believes the old proposal with very expensive sensor switches is out of date and that the cost of these has come down considerably. The RSA board can make a decision on those once current proposals have been received. Mike wants to do all the preparatory work now to be ready to go to contract at the beginning of the next fiscal year.
 - Diedra promised to send the inventory of light fixtures to Mike.
- Ceiling Tiles
 - Susie obtained a rough cost estimate of \$358 from Jake Coulter on replacing the water soaked ceiling tiles, subject to his obtaining actual cost on the tiles, with the cost expected to be under \$400. **MOTION** by Mike, second by Richard, to authorize replacing the water soaked ceiling tiles at cost up to \$400; motion passed.
- Check out station.

- Richard recapped the board's prior discussions and the discussion at the budget workshop, that MMC has repeatedly identified the check out station as a problem, that RSA recognizes the HIPAA related privacy issues related to the check out station configuration and exit door currently activated by a motion sensor.
- Joel indicated that wind and outside movement are the problem.
- The RSA view is that the RSA board is amenable to paying to change the door opener from motion activated sensor to push button activation, but that rather than having the RSA dictate the office layout, MMC should ascertain the layout MMC desires, to include ensuring protection of HIPAA sensitive information, and that RSA is amenable to approving interior configuration changes MMC wishes to make at MMC expense.
- Other
 - Joel indicated the automatic door closing device is missing from the door between the patient waiting room and the interior of the facility, allowing people in the waiting room to hear provider-patient conversations from the interior.
 - Discussion concluded that the mechanism is somewhere in the facility; MMC needs to find it to have it re-installed. Joel promised to look for it. Mike indicated that if it cannot be found, he has a similar mechanism he may donate.
- b. Inventory policy:
 - Richard presented a revised proposed inventory policy, including a form to document items newly acquired, moved, or proposed for disposal, utilizing the fields used in the inventory software.
 - Joel expressed concern that MMC staff should not be burdened with documenting every move when piece of equipment is relocated. Discussion concluded that only permanent relocation of items needs to be documented to make subsequent annual physical inventories more efficient. Items that are continually moved from room to room can either have a location such as "roving" for those items, or the location field can be left blank.
 - Mike suggested the policy should clearly state that consumable items are not inventoried. Discussion that RSA may be willing to transfer to MMC at a reasonable price the small items that had been acquired as part of the facility acquisition cost from St. Mary's.
 - Discussion that policy should be adopted while recognizing that actual experience implementing the policy and procedures and form may lead to subsequent modification. Discussion concluded that there is no reason to go back in time and use the form in the policy to document items previously procured and already logged into the inventory software; the form only needs to be used for new acquisitions or for permanent change of item locations or proposing disposal.
 - **MOTION** by Richard, second by Mike to adopt the policy with the addition of a statement excluding consumable items, recognizing experience may indicate some future amendment is appropriate. Motion passed.
- c. 2016 Preliminary Budget:

- Results of the budget workshop of October 8, 2015 were summarized. The additional information from Joel regarding the computer system server was considered. No changes to the budget workshop results were deemed necessary.
 - **MOTION** by Mike, second by Richard, to adopt the preliminary 2016 budget as developed at the October 8, 2015 workshop; motion passed.
- d. Notice of 2016 Preliminary Budget/consolidation of budget categories:
- Diedra reported she had published in the newspaper the availability of the preliminary budget, but had not yet sent the budget to the county clerk.
 - In the past the RSA has submitted its budget to the county in one format, and submitted it to the Department of Local Affairs (DoLA) in the different format required by DoLA. The latter is more closely aligned with revenue and cost elements used in QuicBooks for routine financial reporting. Discussion concluded the same format should be used for the county as is required for the submission to the state and is used in routine financial reports from the administrator to the board.
 - Diedra stated she would convert to the DOLA format and add the fund balance information to the budget document developed by the board at the budget workshop and send those to the county the same day.
- e. CDoT Temporary Easement:
- Richard reported that the CDoT easement representative, David Rhodes, had only now (10/13/15) responded to the list of concerns that had been sent to him on 9/21/15. The response includes an easement offer with a deadline to accept the terms. CDoT's response basically dismisses the RSA concerns. Unfortunately Mr. Rhodes has not responded to requests to meet to discuss RSA concerns.
 - Richard stated that while CDoT stated in its response that access to MMC from the west is unattainable because it crosses private property, Richard has obtained permission from the property owner, Adam Johnson, for MMC patients and staff to access the MMC parking lot by crossing the alley owned by Mr. Johnson during the period other access is blocked by CDoT construction. Discussion that a few rocks may need to be moved for an access path.
 - Richard commented that he had been in favor of RSA foregoing any remuneration from CDoT as both are Colorado governmental entities funded by taxpayers, but that with CDoT refusing to take any responsibility for replacing trees killed or damaged in the CDoT conducted construction, the only way to fund correction of such damage is for RSA to accept remuneration for an easement.
 - Diedra has had conversations with Mr. Rhodes and indicated that RSA concerns such as handicapped access are not an issue as CDoT is required to provide such access for all businesses. She pointed out that Mr. Rhodes stated he will not be available this week or much of next week.
 - Diedra pointed out that CDoT's procedure is to make an offer first and only then consider any negotiated changes.
 - Mike pointed out that despite Mr. Rhodes e-mailed comments, the contract document offered by CDoT does not provide any such assurances and does state that nothing outside the contract obligates CDoT.

- Richard explained the difference between the “exclusive easement” demanded by CDoT and the acceptable “non-exclusive” easement his communication with CDoT identified. Under the “exclusive easement” MMC staff and patients would not, according to the contract, be able to utilize (or cross) the large area used for access to the parking spaces in front of the clinic.
- Discussion noted the prior meeting statement by Diedra that CDoT had delayed making an offer to provide RSA time to consider it, but that the just delivered offer had not allowed time for discussion with the CDoT representative, and the CDoT deadline for acceptance (applicable to the incentive payment) falls before the scheduled November board meeting. Potential for obtaining a several day extension or of scheduling a special meeting to consider any amended offer were discussed.
- Diedra noted that if RSA wanted to give Richard signature authority it needed to do so formally. Richard stated there is no need to change signature authority; the plan remains that he and Mike are authorized to negotiate with CDoT and bring the results of the negotiation to the board.
- Discussion concluded the current terms offered by CDoT are not acceptable, and that Richard should again attempt to meet with the CDoT representative.

7. Reports from Administrator:

- a. Invoice Review: **MOTION** by Richard, second by Mike, to approve the invoices presented and make payments; motion passed.
- b. Correspondence: Diedra summarized a letter from Liberty Mutual (business insurance) stating the policy expiring in November will not be renewed but a different policy will be offered. No information was provided regarding terms of the new policy being offered was provided. Mike suggested and board concurred that Diedra should broach the pending changes with RSA’s insurance broker, Mountain West, to identify options while we wait for Liberty Mutual to send their offer.
- c. Financial Statements:
 - Diedra presented the financial statements. She had met with Scott Middleton and QuickBooks for the first time reflects fixed asset values. She stated there are still some questions as to the proper valuation. Diedra stated the “machinery and equipment” line is “funky” but is coordinated with audit exemption paper work, but as she and Scott Middleton did not understand some of the calculations made in the preparation of the 2010 request for audit exemption some further work needs to be done. Diedra will contact Tim Sloane who prepared the 2010 audit exemption, which may have used amounts from items that should not have been capitalized.
 - It was noted that because many of the assets had been lumped together without being separately identified or valued, and some had been disposed of, more work needs to be done to arrive at corrected numbers. Richard noted that a one-time accounting adjustment may be appropriate to correct the books.
 - Richard concurred that Diedra will need to go back and correct some prior entries for minor items that were expensed this year, but still listed as capital expenses in the general ledger.

8. New Business:

a. HIPAA Agreement Policy:

- Richard presented the policy he had been asked to draft. Discussion suggested deleting the requirement that contractors provide training to their employees. Joel commented that MMC purchases a license to use computer-based training (on-line video and completion certificate) from Colorado Rural Health Center and that additional licenses could be purchased for RSA staff/board members. Other sources of training materials were identified, e.g. Public Health.
- Rather than having every board member sign an agreement with MMC, this policy would require each board member/staff member to receive annual training to keep up with changes. It leaves the actual form of training unspecified. Joel suggested documentation of training could be as simple as sending out a document and having people sign that they have read it.
- The proposed policy also calls for MMC to provide an escort for individuals visiting MMC on an infrequent basis, e.g. potential bidders, or a plumber, while those given free reign of the building would be required to be under a business associate agreement between their company and MMC, not with RSA. The policy distinguishes between public and non-public spaces.
- Discussion that first step is for RSA to sign the agreement covering its employees and agents (to include board members); that administrator who is an independent contractor should sign the business associate agreement; that new board members need to be introduced to the requirements, perhaps using the video Joel mentioned.
- **MOTION** by Mike, second by Richard, that RSA sign the business associate agreement with MMC; motion passed. Diedra to fill in the blanks on the hard copy form for execution at the next board meeting.
- Adoption of draft policy deferred to November board meeting. Joel will provide any additional comments.

b. Administrator workload relief.

- As this item was addressed Diedra presented a prepared letter to the board announcing her withdrawal of services effective the end of the year.
- Discussion indicated the board had brought this up in the context of the budget because it appeared that the work requirements had grown beyond what Diedra could accomplish in the 20 hours/month she had agreed upon with the RSA, and the board was contemplating hiring a bookkeeper to off load some of the work. Accordingly the board added funds to the budget for book keeping services.
- Diedra indicated the job had evolved into more than what she wanted to do in terms of her available time and beyond a pure administrator function, and she is not willing to continue, but offered to contract some hours to transition the function to her replacement. Diedra suggested the book keeping should not be broken out because it is central to the function. Discussion recognized that with the upcoming requirements to prepare for the next decade the workload is going to remain high.
- Diedra stated she would update written procedures by year end to ease a transition

- Discussion that the board needs to consider the time commitment required for the position. Diedra indicated there was never a job description; that when she was hired she was given a list of tasks that need to be accomplished. She commented the board when she was hired was very engaged, and this board is very engaged, and she feels the roles need to be carefully defined. She commented that when she first started the job it did take her 30 hours/month, but has come down once she became familiar with the job.

9. Other/Next Meeting

- Regular board meeting: Thursday, November 19, 2015 at Alpine Bank.
- Board workshop (strategic planning), November 12, 2015 5:30-7:30 p.m. Town Hall is not available due to impending carpet replacement as a result of prior water flooding; Richard tasked to check on alternative location.

10. Adjourned at 1517 by Dick Gingery.

Submitted by:

Richard Wojciechowski, Secretary

Approved by the Board on 19 November 2015:

Dick Gingery, President