

OURAY COUNTY REGIONAL SERVICE AUTHORITY

2016 Board Members: Mike Boland (mikeboland@frontier.net); president; Dick Gingery (dgingery@q.com); Joey Huddleston (jvridgway@gmail.com); Coleen McElroy (rubycanyon@yahoo.com), vice-president; Richard Wojciechowski (RichardRSA4@OurayHorsefeathers.org), secretary.
Laura Liccardi, (Ouraycountyrsa@gmail.com), administrator
Dr. Joel Gates (reception@ridgwaymountainmedical.com), medical provider

REGULAR BOARD MEETING Minutes (file 160218a)

February 18 2016, 12:30 PM – Alpine Bank, Ridgway, Colorado

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

Present: Board members: Boland, Gingey, Huddleston, McElroy and Wojciechowski, and administrator Liccardi. Medical provider Dr. Joel Gates and MMC staffer Susie Blakney.

1. **Call to Order** at 1226 by Mike Boland.
2. **Review of Agenda:** Richard requested addition of payroll operations to Old Business, and election schedule and transition projects to New Business.
3. **Minutes approval. MOTION** by Richard, second by Joey to approve minutes from January 25, 2016; motion passed.
4. **Public Input:** None.
5. **Discussions with Medical Provider:**
 - Joel said he didn't have anything significant to report.
 - Susie reported the check-out station exit door tinting has been accomplished and makes a significant difference. The tint film is on the inside; it cannot be cleaned for a month after application. Project including door controller was completed on schedule under budget.
 - Joel reported that while nothing formal has occurred he continues in discussions with a Montrose practice on the potential efficiencies that may be available from a merger.
6. **Old Business:**
 - a. Payroll operations: These appear to be working. Richard passed around the first report, which includes the one time set-up charge. Laura verified that she has been paid, and that she has access to the reports to transfer the data to QuickBooks accounts. Automatic electronic updates will await updating of QuickBooks software.
 - b. Workmen's Compensation: This appears to be in place. First report of draw against the bank account was received this morning. Richard had sent an e-mail request to verify that all requirements for the arrangement are complete; has not received a response; requested Laura follow-up and make sure reports are sent to her. With report received today it appears arrangements are in place.
 - c. 2015 audit exemption: Deadline for this is March 31. Laura has received list of items required by CPA Don Moreland but is awaiting a discussion with Mr. Moreland to clarify allocation of some cost elements. Laura and Mr. Moreland have been e-mailing back and forth; he has agreed to consult on the charter of accounts.
 - d. Unemployment insurance: Laura presented the application form; Mike signed and Richard and Laura will go over the form after the meeting.
 - e. Lighting project: Susie reported that a shipment of light bulbs has been received. Mike said the contractor is ready to start next week. Susie will be coordinating an installation schedule with the contractor Monday.
 - f. Motion sensor light switch locations:

- Discussion by Joel of where they want motion-activated light switches. Basically the reception/waiting area, hallways and offices should remain on manual switches, the two rooms (ER and break room) used by employees for entrance/departure, the examination rooms and bathrooms are desired locations for motion activated switches.
- Susie brought up the desirability of outdoor motion sensor lighting at the rear entrance for employee safety and convenience, as well as for the front entrance for early arriving patients.
- Joel noted that outdoor lights were supposed to be on the same timer as the sign, but that is not the case.
- Mike will mark up a diagram for purposes of obtaining quotations from electricians.
- g. Flooring project: Mike expects materials deliveries within the next two weeks so the contractor can start on the project in March. Completion deadline is May 1.
- h. Action item review:
 - This was the first time the board reviewed such a list. Positive comments made that it is a good tool to rapidly review tasks and should be routinely used.
 - Many of the items on the January 25, 2016 action item list have already been accomplished, some are in process.
 - Procedures manual: Richard passed out a draft list of procedures to be developed with a rough outline. Laura passed around a first cut at an SOP on exemption from audit.
 - New board members: Laura has organized files for board members, has requested input from Michelle Nauer as to requirements, still needs a couple of items from the newest board members, is preparing board member binder materials. Former member Linda Ingo was reported to have said she would return her binder after she removes items from it.
 - Discussion of transferring materials among board members reverted to prior suggestion by Dick that the board come into the electronic age and uses iPad type devices rather than paper, with an iPad for each board member and the administrator. Board requested Laura to ascertain the appropriate electronic device. Discussion of Drop Box or equivalent “cloud” service for storage and exchange of documents/data. Laura will also investigate pricing of a DropBox account for RSA.
 - Annual Inventory:
 - Joey reported that the inventory computer uploaded 58 Microsoft updates, is now ready for action. Joey has added five items in inventory (old audiometer had not been in inventory), can now proceed with annual inventory.
 - Joel indicated the audiometer audio portion works but not the tympanometer portion, but it cannot be calibrated; there is no residual value.
 - Board verified that inventory work by Lazy Kats has already been authorized.
 - Discussion that inventory policy should be adequate as to procedure.
 - Susie noted the space for serial numbers is too small. Richard will modify the form to provide larger blank for serial numbers.
 - There should be consistency in assigning property items in the inventory and the financial records. Richard and Joey have started assigning categories to inventoried items and this can be continued as items are added or reviewed.
 - Board orientation: Coleen has the thumb drive with the videos which are extensive, basically videotapes of multiple prior sessions of boards. The presentation needs to be

streamlined. Richard will undertake that as a long term project with input from those who have seen the presentation.

7. Reports from Administrator:

- a. Invoice Review: Laura presented invoices and checks to be issued. **MOTION** by Richard, second by Dick, to approve the invoices; motion carried.
- b. Correspondence:
 - CDoT payment for temporary easement was received, with receipt requirement. Mike signed the receipt, provided documents to Laura for forwarding to CDoT, deposit and filing.
 - Workmen's compensation package was received, handed to Richard to review.
- c. Financial statements:
 - Laura had sent out balance sheet and General Ledger prior to meeting. Some questions she has await input from CPA consultation. Board noted that the long-requested definitions of charter of account elements had never been provided by prior administrator. Those need to be clarified and discussion with CPA is the appropriate step so 2016 and forward accounts are more understandable.
 - Mike emphasized, and the board concurred, that straightening out the charter of accounts and accomplishing the audit exemption request is the highest priority at this time.

8. New Business:

- a. Review of HIPAA requirements and Business Associate Agreement:
 - Richard summarized requirements, passed out excerpts from 45 C.F.R.160 and 45 C.F.R. 164 and passed around a copy of the Business Associate Agreement the RSA has with MMC. Those documents go in the RSA files. The RSA does not appear to meet the 45 C.F.R. 160 definition of a business associate, but 45 C.F.R. 164 contains restrictions that may be construed to apply.
 - Joel also summarized the requirements, i.e. that MMC associates with potential inadvertent access to protected information may not disclose identities, financial information or medical information of MMC patients, and the board discussed potential scenarios and appropriate behavior.
 - Vendors with a one-time visit are escorted by MMC, but those with frequent unescorted access are required to sign a business associate agreement with MMC, not with RSA.
 - The greatest vulnerability, visibility of computer screens with patient names or other information, has been controlled by installation of screens. Joel indicated the greatest vulnerability now is potential individual staff errors in placement of documents.
 - Board members and Laura signed acknowledgment of HIPAA training for RSA retention pursuant to RSA policy.
- b. RSA code of ethics/conduct:
 - Richard had previously sent out a draft revision which is based on the Ouray county code of ethics, with minor changes to a) distinguish between board member and

- employee/agent requirements, b) clarify that listening to citizen input is not prohibited, and c) provide the references which contain specific statutory prohibitions.
- **MOTION** by Dick, second by Coleen to adopt **Resolution 2016-02** as the RSA code of ethics; motion passed.
- Richard will provide a cleaned up copy to Laura and board members/employees can sign the acknowledgment form at the next board meeting.
- c. Resolution on certificate of deposit signatories (and others).
 - Richard reminded the board that under the law resolutions need to be introduced six (6) days prior to final adoption. Discussion and consensus that Ouray county BOCC type approach of introducing and voting on a resolution at one board meeting and ratifying it at the next meeting provides an efficient manner of complying with the law.
 - RSA **Resolution 2016-01** which established authorization for financial document signatures was ratified by **MOTION** by Richard, second by Joey; ratification motion passed.
 - Resolution drafted by Laura to establish the three officers as authorized signatories on certificates of deposit held at Citizens Bank and to specifically authorize the administrator to have access to related data was presented. **MOTION** by Richard, second by Dick to adopt the resolution; motion passed. **Resolution 2016-03** will be on March meeting agenda for ratification. Resolution needs to be taken to bank.
 - One CD account number needs to be verified.
- d. Roof leak:
 - Discussion of the roof leak secondary to snow build up and possible ice dams on the roof, but identifying the actual location of the source of the leak is not feasible when it is not leaking. Agreement that MMC will call Mike next time a leak is spotted.
 - Coleen suggested the possibility of issuing one or more solicitations for standard maintenance services such as might be necessary to repair a leak. Having vendors under contract could mitigate the delays incurred if action has to await formal board decisions. Discussion tentatively concluded that RSA's requirements have been of low volume and low cost, and have been fulfilled as required by local vendors who have responded in a timely manner.
 - A question came up whether or not the heat tape on the roof is functioning properly.
- e. Approval of future minor expenditures:
 - RSA has not had guidance in the past on authority or limits on expenditures by the administrator, and sometimes that has resulted in delays awaiting a board meeting to authorize routine operating expenses. Discussion that normal operations should not be hampered and that guidance should be clear. Historically RSA has tried to maintain a \$500 balance on the debit card.
 - **MOTION** by Joey, second by Coleen that the administrator be authorized to make necessary expenditures per item of up to \$250 on her own authority, and up to \$500 with the consent of any one board member. Motion passed.
 - Discussion that this should be memorialized in a policy so it is available readily for future reference. Board requested Richard draft up a policy for the next board meeting.

- Discussion of purchasing a printer the administrator can use in her home office rather than being required to travel to MMC to use the RSA printer there. Discussion of relative merits of different features and desirability of ink-jet v. laser printer. **MOTION** by Richard, second by Joey, authorizing purchase of printer at cost up to \$300. Motion passed.
- f. Open meetings refresher. Richard noted some misconceptions about open meetings requirements and read from the minutes of the February 2015 board meeting which summarized the advice from former board member retired judge Harvey Hudson.
- g. Election schedule.
 - Richard passed around a copy of an e-mail sent to Michelle Nauer, the county election official, requesting verification of deadlines related to the 2016 election as they may apply to RSA elections, together with some additions for potential future elections that include ballot issues, and some internal action requirements. Once Ms. Nauer provides her advice, the deadlines need to go on the RSA calendar.
 - Joel asked whether term limits apply to RSA. Richard stated he believes they do.¹
- h. Transition projects.
 - Richard had prepared a list of potential projects for the new administrator last year prior the hiring of the administrator (dated 1/21/15 due to a revision) and requested board members review the potential list for the next meeting.

9. Other/Next Meetings

- Coleen advised the board that MMC does not have an Automatic External Defibrillator (AED) (Joel stated it does have the old style manual defibrillator with hand-held paddles) and MMC staff recommended one be obtained. Board recommended MMC staff discuss AED with chief paramedic Kim Mitchell at OCEMS, as OCEMS had researched various AEDs and has shifted to a different AED as support for older ones is no longer available, and annual support is required.
- Strategic planning meeting Thursday, March 10, 2016 at 5:30 p.m. to 7:30 p.m.
- Regular board meeting Thursday, March 17, 2016 at 12:30 p.m.

12. Adjourned at 1430 pursuant to **MOTION** by Richard, second by all, motion passed.

Submitted by:
R. *Wojciechowski*, secretary

Approved by the Board on March 17, 2016
Michael Boland, president

¹ Directors are limited to two consecutive terms of office, unless the voters of the District lengthen, shorten or eliminate that limitation. *Article XVIII, Section 11, Colorado Constitution*. The term-limited elected official cannot run again for election to the same body by moving to a new Director District, redistricting, or a change in the at-large or specific District nature of the seat currently occupied. *Attorney General Opinion No. 2000-5 (July 10, 2000)*. Also see *Attorney General Opinion No. 2005-4 (August 16, 2005)*. Term limits apply only to elected four-year terms. Term limits do not apply to interim terms that arise due to a vacancy, or to elected two-year terms that are created due to a vacancy. *Attorney General Opinion No. 2000-2 (February 9, 2000)*. [From the Special District Board Member Manual published by the Special District Association of Colorado, page 2]