

Regular Board Meeting Minutes (file 170216a)

February 16, 2017 – Alpine Bank, Ridgway, Colorado

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

Present: Board members: Joey Huddleston, Vonnie Kuijvenhoven, Coleen McElroy and Richard Wojciechowski.

Mountain Medical Center: Dr. Joel Gates, Susie Blakney

Public: Lee Register from Networks Unlimited; Rebecca Doll, administrator applicant.

1. **Call to Order** at 1230 by Coleen McElroy.
2. **Review of Agenda:** Joey requested addition of “Surface computers and Office 365” to New Business.
- 3, 4, 5. **Minutes:** Richard noted the revisions made to original draft of the December 8 minutes.
MOTION by Richard, second by Joey, to accept the minutes from the December 8, 2016, December 15, 2016 and January 12, 2017 meetings as updated and presented. Motion passed.
6. **Public Input.**
 - a. Mr. Lee Register of Networks Unlimited had been asked to present an overview of NU services by Josie Scofield (MMC staff). Mr. Register wanted to provide a brief overview, a copy of a marketing testimonial and gauge RSA interest rather than expending effort on a detailed proposal.
 - NU has been providing some services to MMC, such as setting up new computers.
 - NU has a new software tool to analyze computer performance and predict problems.
 - Emphasis in presentation was the example of establishing redundant telephone access to avoid downtime in event regular telephone service outages. Proposed backup system would entail alternate path via Rise Broadband as an additional telephone path at a monthly charge from Rise of about \$400. Other services focus on networks.
 - In response to Joey’s question, Dr. Gates indicated that in past telephone outages MMC has continued operations albeit less efficiently, using paper notes then updating digital records once system is back up.
 - Richard suggested to Mr. Register that with pending potential organizational changes, it would be more productive for him to inquire three or more months in the future.
 - Joey suggested that when the time is right RSA would put together a scope of desired work to which Networks Unlimited could respond.
 - b. Ms. Rebecca Doll had learned RSA would be looking for a new administrator, is interested in the position, and provided copies of her résumé with cover letter.
 - The board thanked Ms. Doll for her interest, noted the advertisement for the position should have appeared in the February 16 newspapers with a requested application date of February 23, and the board planned to schedule interviews as soon as possible after that.
7. **Discussion with Lee Register from Networks Unlimited:** Covered under 6.a. above.
8. **Discussion with medical provider:**
 - Things are going smoothly.
 - Josey’s computer went down; MMC has purchased a replacement computer for \$770. MMC sent e-mail regarding this last week to give RSA a heads-up. Richard requested board members be placed on distribution for similar e-mails as most board members were unaware of the issue.
 - Change of staff at back desk.

- re UMC transition, Joel had gone to UMC board meeting, at which Joel was dismissed before the executive session, didn't hear anything for about a week, after which Scott Bookman indicated UMC funding might change next year, so UMC is reconsidering acquisition of MMC based on concerns, not evidence, of potential changes. No more is expected to be known in 90 days. Joel will be querying UMC as to UMC intent tomorrow. Having the negotiated sale derailed was a big disappointment and raises lots of questions.
- Meaningful Use MMC has been in has now changed to new acronyms "MACRA/MIPS" for which Allscripts had set a deadline for signing up at end year to be able to do full-year reporting in 2017. Challenge is whether to sign a 5 year contract (required by Allscripts) if UMC takes over Ridgway clinic. \$2,000 to set up plus \$718 annual fee to enable system to pull data required to prove compliance. Only if audited would the proof of data enabled by new software be needed, but very difficult to do manually even if MMC is meeting the measures. If reporting is effective for 90 days, there is no penalty, if reporting for all year, can gain up to 4% on Medicare reimbursements; if not reporting at all can lose 5% of Medicare reimbursements, thus a potential 9% difference in Medicare reimbursements. Medicare patients comprise about 36% of MMC revenues.
- MMC currently is at the zero (no bonus, no penalty) because MMC did not sign up by end of year, and there is a delay between signing up and implementation. It is unclear whether data can be calculated retroactively in order to go back and correct data, but sales pressure is to sign up, but Allscripts has not responded to queries (the Allscript sales representative retired at the end of the year). For 2017 probably no impact on reimbursement if implemented some time during the year, but would cost about \$5,500.
- Board discussion, that to avoid a 9% drop in revenue may make sense. There is no reason for MMC to switch to a system other than Allscripts if it isn't taken over by UMC. The changes are driven by the government and the software companies are simply responding to directives from the Medicare/Medicaid federal bureaucracy. As a FQHC, UMC has already been reporting similar data albeit in different formats. The impact on revenues is two years in the future, 2019, and if MMC is taken over by UMC, the MMC track record has no influence on UMC revenues. Thus Joel has kicked the can down the road. The problem now is the uncertainty of UMC intentions. Scott Bookman suggested MMC/RSA go ahead and sign up for this service with Allscripts - but that would commit RSA/MMC to the \$5,500.
- Joey commented that if MMC signs up for this, the cost of termination fees should be a UMC cost. Joel concurred that is reasonable. Discussion that with the year well under way, delaying signing up with Allscripts for this service makes sense to see how the UMC issue evolves. Joel will see what the wait time with Allscripts may be.

9. Old Business:

- a. Action Item Review. No action items were available from the January meeting.
- b. Resolutions: Authority to sign checks. Richard presented two resolutions.
 - **Resolution 2017-01, Check Signing Authority.** **MOTION** by Richard, second by Joey to adopt; motion passed.
 - **Resolution 2017-02, Financial Account Signature Authority.** **MOTION** by Richard, second by Joey to adopt; motion passed.
- c. Discussions with Uncompaghre Medical Clinic: Richard and Joey noted they had developed a draft agreement that was provided to UMC on January 25. Scott Bookman of UMC indicated it would be reviewed with Joel on Joel's return from vacation, but there had been no response from UMC. When queried, on February 13 Scott Bookman indicated "Due to the significant changes in health care financing that are rapidly occurring under the new administration, we have asked Dr. Gates for a minimum of 90

additional days to determine the best course of events for all parties involved as we move forward. Joel and I are continuing our conversation later this week and we will keep you posted on further developments.” The ball is in UMC’s court.

d. Inventory:

- Joey presented a summary of the inventory status which has been completed for the first time ever. The data base of recent times is more accurate, but the decision had been made not to attempt to try to update all fields in ancient data.
- Richard has been attempting to reconcile the inventory with the depreciation schedule used by the auditor to file the annual exemption from audit request with the state, and there appear to be significant issues. The conclusion is that incorrect data had been presented to Moreland in prior years, resulting in incorrect depreciation schedules. Richard presented a draft of a letter to the auditor identifying those capital expenditures which appear to correlate and those which do not correlate with the depreciation schedule used last year. The recommendation is that the erroneous capitalization be written off, and that the inventory procedure be modified to require a depreciation supporting document to be updated annually upon completion of the annual inventory. As documentation for the exemption for audit work was due February 15, Laura had already transmitted that to Don Moreland with the caveat that Richard had issues with the depreciation. Mr. Moreland has already called Richard for the data. The board approved finalizing and transmitting the letter.
- One item in the audit exemption package is an annual report of assets to the county assessor. Last year’s report does not appear to bear any relation to the inventory. The report is due April 15, so the board has the next month to figure out any appropriate corrections. This will take some research between inventory and financial records.

10. Report from Administrator. Laura was not at the meeting.

a. Calendar review. Board discussed this briefly with emphasis upon timely development of the request for exemption of audit and apparent anomalies in the annual report of assets to the county assessor which is due mid-April. Board comments this needs to be worked and reviewed at the upcoming work session in early April.

b. Correspondence:

- Susie noted MMC received a letter January 26 from Rainmaker stating RSA had not paid the second installment on the annual contract. Susie had forwarded that to Laura. Board recalled the annual contract had been approved did not know why it may not have been paid. Requested that be investigated as to whether or not the payment had been made or not, and if not the payment for the fall sprinkler maintenance should be paid. Joey is to check with Laura on status.
- Susie will start copying board members on e-mails to cover the hiatus in the administrator position.
- Discussion that at least one board member needs to have a hard copy of RSA user names and passwords in the event of a computer problem and the change in personnel.

c. Financial statements: No review of the current financial statements.

d. Invoices/checks.

- Board ratified payments made in January when the regular meeting was canceled. **MOTION** by Coleen, second by Vonnie, motion passed.
- Joey presented checks prepared by Laura to MMC for lawn maintenance, A&B mechanical for HVAC maintenance, Quality Health networks, JMK management for snow plowing, and several Allscripts invoices. **MOTION** to approve by Richard, second by Vonnie, motion passed.
- Susie presented a spread sheet of minor maintenance paid for by MMC (attached) during 2016.

11. New Business:

- a. Administrator position plan of action:
 - Advertisements have been placed in the Plaindealer and The Watch requesting e-mailed résumés or indications of interest by February 23rd.
 - Joey will arrange to obtain access to the e-mail account.
 - Richard has e-mailed Mike asking when he will be back, presuming he would like to interview applicants. Board will attempt to schedule interviews the week following February 23.
 - Laura has offered to train her replacement but will not be available the entire month of March.
- b. Election of officers. Coleen pointed out officers have already been elected.
- c. Surface computers and Office 365. Joey made the case that the annual cost of Office 365 on the Surface tablets is significant (\$600/year) and unnecessary given the limited use to which board members have put them. Surface tablets were designed to work with the cloud as its memory, not on-board memory. Microsoft Office programs can be purchased individually to place on the tablet for between \$150 and \$200 per program per computer. Most people use larger computers to work on documents/spread sheets, not the Surface tablets and pdf files suffice to look at existing files on tablets, e.g. at meetings. The annual contract for Office 365 comes up in May. Consensus of the board is to not renew Office 365. Rebecca Doll pointed out that g-mail accounts have free access to some Microsoft Office programs which may satisfy board requirements.

12. Next meetings:

- a. March 9, 2017, 1730, workshop at Land Use, probably focused on asset report to assessor.
- b. March 16, 2017, 1230, regular meeting at Alpine bank.

13. **Adjourned** at 1412 pursuant to **MOTION** by Richard, second by Joey; motion passed.

Submitted by:
Richard Wojciechowski
Secretary

Approved by the Board on March 16, 2017
Michael Boland
President

Enclosures:
MMC spread sheet of 2016 minor maintenance

Ouray County Regional Service Authority
REGULAR BOARD MEETING February 16, 2017
12:30 PM – Alpine Bank Conference Room, Ridgway

AGENDA

1. Call to Order
2. Review of Agenda
3. Approval of Minutes from December 8, 2016
4. Approval of Minutes from December 15, 2016
5. Approval of Minutes from January 12, 2017
6. Public Input
7. Discussion with Lee Register from Networks Unlimited
8. Discussions with Medical Provider (Dr. Gates)
9. Old Business
 1. Action Item review
 2. Resolution re: Authority to Sign Checks
 3. Discussions with Uncompaghre Medical Clinic
 4. Inventory recap
10. Report from Administrator
 1. Calendar review
 2. Correspondence
 3. Financial statements
 4. Invoices/checks
11. New Business
 1. Administrator Position plan of action
 2. Election of Officers
12. Next meetings
 1. March 9, 2017 at 5:30 pm at Land Use Building
 2. March 16, 2017 at 12:30 pm at Alpine Bank Conference Room
13. Adjourn Regular Meeting

Action Items from February 16, 2017 board meeting

- 6.a. i Start developing scope of work for computer support requirement? [Joey & Josie?]
- 6.a. ii Identify potential sources for computer support? [Joey & Josie?]
8. i Board action on replacement computer for Josie - on March agenda. [Rich]
- 8.ii Ascertain disposition of Josie's old computer. [Joey]
- 8.iii Ascertain queue time for Allscripts updates. [Joel]
- 8.iv Ascertain whether Allscripts diminishes annual fee for part year operation, to match portion of calendar year covered. [Joel?]
- 9.b. Place ratification of resolutions 2017-01 and 02 on March agenda. [Rich]
- 9.d. Review inventory report for potential application to county assessor asset report prior to March workshop. [Rich]
- 10.b.i Investigate whether payment to Rainmaker had been paid. Either prepare payment or response to Rainmaker. [Joey]
- 10.b.ii Ensure that hard copy of user names and passwords is safeguarded and available. [Joey]
- 11.a.i. Obtain access to RSA e-mail account. [Joey]
- 11.a.ii Collect administrator position applications, advise board members of number of applicants, schedule interviews. [Joey? Mike?]
- 11.c.i Ascertain whether positive action is required to avoid charges for Microsoft Office 365, or simply no action to drop capability. [Joey]
- 11.c.ii Ascertain how to implement alternative software capability onto tablets, i.e. how to load Microsoft Word and Excel via g-mail account or whether Open Office will run on tablets. [Joey]