

**North Sunflower Medical Center
Board of Trustees
Regular Meeting Minutes
28 June 2017**

BE IT REMEMBERED that the Chairman and the Board of Trustees of North Sunflower Medical Center, Ruleville, Sunflower County, Mississippi, met in their Regular Meeting on Wednesday, 28 June, 2017 when and where the following were present:

Billy Joe Waldrup, Chairman and Trustee; H. T. Miller, III, Vice Chairman and Trustee; Bobbie Bounds Allen, Secretary and Trustee; Willie M. Burton and Phil McNeer, Trustees; Billy Marlow, Executive Director; Sam Miller, CEO; Rodney Clark, COO; Drew Weissinger, CFO; Arie Chandler, Administrative Assistant; Sandra Britt, Administrative Assistant; Lawson Holladay, Esquire

Mr. Waldrup called the meeting of the Board of Trustees to order at Noon and asked Mr. H.T. Miller, III to open the meeting with prayer. The minutes of the 24 May 2017 Regular Board Meeting were approved by motion offered by Bobbie Bounds Allen and seconded by H.T. Miller, III and unanimously approved.

The first order of New Business was as follows:
The proposed budget to be presented to the Board of Supervisors at the July 10, 2017, meeting was carefully reviewed by the Board of Trustees. After discussion, the following motion was made:

MOTION: I move to approve the Budget for Fiscal Year 2018 and that Mr. Sam Miller and Mr. Rodney Clark present said budget to the Board of Supervisors on 10 July 2017 as requested by the Board of Supervisors.

Maker: H.T. Miller, III

Seconder: Willie Burton

Motion Unanimously Adopted

The Board reviewed the appointment of Mr. Phil McNeer received from the Board of Supervisors. Mr. McNeer's term will expire 30 June 2022. He was congratulated by the Board.

Arie Chandler presented the two applications for Professional and General Liability Insurance she received. The rates are as follows:

HPICO (Admitted Insurance Carrier) Proposal:	
Professional Liability:	\$244,028.00 (includes \$86,326 for physician liability)
General Liability:	\$ 15,770.00
Terrorism Coverage:	\$ 1,577.00
Employee Benefits:	\$ 500.00
	\$261,875.00
Apply Equity Credit-	\$134,127.00
Total Amount Due-	\$127,748.00

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Endurance American Specialty Insurance Company Proposal: (Non-Admitted Insurance Carrier)

Professional & General Liability Includes EBL: \$118,434.00

Taxes and Fees:

Policy Fee:	\$ 5,000.00
MS Surplus Lines Tax:	\$ 4,937.36
MS Stamp Fee:	\$ 308.59
MS Windstorm Tax:	\$ 3,703.02
Total Policy Taxes and Fees:	<u>\$ 13,948.97</u>
Grand Total:	\$ 132,382.97

After questions were answered regarding the two quotes, the following motion was made:

MOTION: I move to approve the proposal from HPICO for the Professional and General liability coverage for the 2017-2018 premium year.

Maker: Phil McNeer

Secunder: H.T. Miller, III

Motion Unanimously Adopted

Mr. Marlow informed the Board that in April we received a letter from the USDA stating that they had reviewed the financial progress we have made since obtaining the Community Facilities Program Loan and asked that we refinance the \$2.6M remaining balance in full. Mr. Marlow stated that Planter's Bank agreed to refinance with a 4% interest rate and pay off the \$2.6M USDA loan balance following the same terms. After questions were answered the following motion was made:

MOTION: I move to approve that the \$2.6M Community Facility Loan balance that is currently financed through the USDA be refinanced through Planter's Bank with a fixed Interest Rate of 4% and that the loan is paid off with the same terms of the USDA.

Maker: Phil McNeer

Secunder: H.T. Miller, III

Motion Unanimously Adopted

The next order of New Business was to consider the initial credentialing of three Allied Health Professionals and to review the decisions of the Medical Staff. Each application was carefully reviewed. There were no Reports from the National Practitioner Data Bank and none of the providers were on any of the Exclusionary Lists from CMS or the OIG. After review and discussion, the following motion was made:

MOTION: I move to approve the Initial Credentialing for the following Allied Health Professionals: Eric Butler, CRNA, to work in NSMC's surgery department on an as needed basis, Michelle Lowery, CRNA, to work in NSMC's surgery department on an as needed basis, and Heidi Compton, FNP-BC, to work at the Sunflower Rural Health Clinic on a PRN basis while achieving her 720 clinical hours under the supervision of her collaborating physician. The Medical Staff Appointments are for a period of one (1) year to end 30 June 2017, at which time, they will be eligible for consideration of a two year term provided they meet the requirements of the Medical Staff.

Maker: Phil McNeer

Secunder: H.T. Miller, III

Motion Unanimously Adopted

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The next item for discussion was the Re-credentialing of five (5) Physicians and one (1) Allied Health Professional. The Physicians included: Steven Clark, M.D. (Internal Medicine), Roger Blake, M.D. (General Surgeon), Lamberto Cosue, M.D. (Internal Medicine), Stewart Gilbert, M.D. (Tele-Radiologist), and Anand Lalaji, M.D. (Tele-Radiologist.) The Allied Health Professional is: Denton Stokes, CRNA (Full Time Active Employee.) The Board reviewed the recommendations of the Medical Staff and the applications of each Physician and CRNA. After careful review of each application and checking the lists for Exclusions from CMS and the OIG, the following motion was made:

MOTION: I move that we grant two year privileges ending 30 June 2019, for the following Providers: Dr. Steven Clark (Internal Medicine); Dr. Roger Blake (General Surgeon); Dr. Lamberto Cosue (Internal Medicine); Dr. Stewart Gilbert (Tele-Radiologist); Dr. Anand Lalaji (Tele-Radiologist) and Denton Stokes, CRNA.

Maker: Phil McNeer

Seconder: Bobbie Bounds Allen

Motion Unanimously Adopted

Drew Weissinger, CFO, presented the financials for 31 May 2017 as follows: The entire facility has a total of \$17.7 Million in cash; \$65 Million in Assets, and a fund balance of \$36 Million. The Net Income for the entire facility was \$350,737 for the month of May. Net Income for the Hospital was \$123,699 for May and \$715,168 for Year to Date. Hospice had a Net Income of \$35,311 for May and \$229,576 for Year to Date. Diagnostic Center had a Net Loss of \$2,809; The Eye Station had a Net Income of \$10,188 and the Dental Clinic had a Net Income of \$8,647 for the month of May. Simply Sunflower had a Net Income of \$183; the Durable Medical Equipment Unit had a Net Income of \$150,398 for the month of May. The Pharmacy had a Net Income of \$23,571 for May and TRINA Health had a Net Income of \$1,549.

The next order of business was the CEO's report.

Mr. Miller informed the Board that the Pediatric Specialists from Jackson are adding another scheduled day to see patients at NSMC due to the number of appointments being made.

Mr. Miller informed the Board that we are possibly looking to add a new service line in the near future. The new service will keep patients from traveling to Memphis and Jackson for care.

Mr. Miller reported that he and Rodney Clark, along with several Providers and other staff from NSMC, attended a N.A.D.D.I. (National Association of Drug Diversion Investigators) seminar. There was discussion regarding Drug Diversion and Fentanyl now being synthesized by the Chinese. There have been deaths caused by Fentanyl drug overdose reported in Georgia, Florida, and Texas. This problem will make its way around the United States so we need to be aware and ready. NSMC is going to partner with the MS Bureau of Narcotics and have a community awareness seminar in the Beacon Wellness Center's Multi-Purpose room in the near future.

Mr. Miller reported that we have recently upgraded our Endoscopy Scopes to a new 190 series. We are starting to perform more scopes at NSMC due to other facilities no longer using CRNAs during these procedures.

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Mr. Miller reported that we now have a machine in house to test for GC/Chlamydia and no longer have to send these specimens to Lab Corp for resulting.

Mr. Miller reported that recently one of the X-ray machines broke and a new machine was purchased from GE for \$62,000. We first looked at having the machine repaired but the cost for the part to fix the machine was \$68,000. We were able to get a brand new machine for less than the cost to fix the old machine and we were able to keep the \$10,000 monitor we had just purchased.

Mr. Miller informed the Board that he handed out Opioid Guidelines to the Medical Staff for their review and they will bring back to the July meeting for discussion and approval.

Upon Motion made by Mrs. Bobbie Bounds Allen and seconded by Mr. Burton the Board adjourned, subject to the call of the Chairman.

Billy Joe Waldrup, Chairman

Bobbie bounds Allen, Secretary