

North Sunflower Medical Center
Board of Trustees
Regular Meeting Minutes
26 August 2020

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, 26 August 2020, 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; Daniel Ceja, CEO; Sam Miller, COO; Rodney Clark CAO; Jennifer Baughman, Accounting Director; Arie Chandler, Administrative Assistant; Sandra Britt, Administrative Assistant; and Lawson Holladay, Esquire.

Absent: Billy Marlow, Executive Director

Mr. Waldrup called the meeting of the Board of Trustees to order at noon and asked Mrs. Bobbie Allen to open the meeting with a word of prayer.

The minutes of the 22 July 2020 Regular Board Meeting were approved as distributed by motion offered by Mr. Burton, seconded by Mrs. Allen, and unanimously approved.

The minutes of the 30 July 2020 Called Tele-conference Board Meeting were approved as distributed by motion offered by Mrs. Allen, seconded by Mr. Phil McNeer, and unanimously approved.

The first order of New Business was to review the Initial Credentialing applications for Laj Jarvis Lewis, FNP-C and Kristen Scott, FNP-C. Both applicants will be full time Providers at the Sunflower Rural Health Clinic. It was reported that Daniel Ceja, as Administrator, granted temporary privileges to both Providers so they could begin working to complete the monitored hours required by the MS Board of Nursing. The applicant's education and training, professional references, and license was verified, and queries were done on the National Practitioner Data Bank and the OIG. Their initial term will be for a period of one year at which time they will be permitted to apply for a two-year term. The applications and additional information were reviewed and after discussion, the following motion was made:

MOTION: I move to approve the initial Allied Health Professional appointments and privileges for Laj Jarvis Lewis, FNP-C and Kristen Scott, FNP-C for a period of one year ending 31 August 2021 and at that time they be permitted to apply for a two-year term.

Maker: H.T. Miller, III

Seconder: Phil McNeer

Motion Unanimously Adopted

The next order of New Business was to review the Re-appointment applications for four Physicians and three Allied Health Professionals for two year terms. The applications and Data Bank queries of all Providers were reviewed and discussed and the following motion was made:

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MOTION: I move to accept the re-appointment applications for Richard K. Cole, M.D. (Tele-Radiologist with Premier Radiology Group); Erica Bass, M.D. (Plastic Surgeon); William B. Johnson, M.D. (MS Sports Medicine); Brent Roberts, M.D. (Full Time Provider at NSMC); Amanda Ellis, AGNP-C (Southeast Urogyn); Charles T. Knapp, FNP-C (MS Sports Medicine); and Drew Lott, CRNA (Full Time Provider at NSMC) and that they each be approved for a two year term ending 31 August 2022.

Maker: Phil McNeer

Second: Willie Burton

Motion Unanimously Adopted

The next item of New Business was to review the Letter of Engagement from Watkins, Ward, & Stafford, CPA Firm, to perform the hospital's annual audit. The fee for service, excluding services related to COVID funding, will be \$55,300, which includes the standard hourly rate ranging from \$75 to \$300 and out of pocket costs. An additional fee for services related to all funds received for COVID-19 will be charged at the standard hourly rate. After discussion, the following motion was made:

MOTION: I move that NSMC engage Watkins, Ward, & Stafford to perform the annual Audit for year ended September 30, 2020 at the rate of \$55,300.00 plus the additional fee for services related to COVID-19 funding.

Maker: Phil McNeer

Second: Willie Burton

Motion Unanimously Adopted

Next, the Board reviewed the Letter of Engagement from Watkins, Ward, & Stafford to prepare the Medicare/Medicaid Cost Reports of North Sunflower Medical Center and Walter B Crook Nursing Facility for year ended September 30, 2020. After discussion, the following motion was made:

MOTION: I move that NSMC engage Watkins, Ward, & Stafford to prepare the Hospital's Medicare/Medicaid Cost Report for \$10,750.00 and the Medicaid Cost Report for Walter B Crook Nursing Facility for \$6,300.00. The Cost Reports are to be completed by February 28, 2021, as dictated by law.

Maker: H.T. Miller, III

Second: Bobbie Allen

Motion Unanimously Adopted

On motion of H.T. Miller, III, seconded by Willie Burton, and unanimously approved, the Board voted to enter closed session to determine the need to enter into executive session to discuss personnel matters. The Board was thereafter declared in closed session.

On motion of H.T. Miller, III, seconded by Bobbie Allen, and unanimously approved, the Board moved to enter executive session to discuss personnel matters. The Board thereafter convened in executive session, there being present in addition to the Board of Trustees, Lawson Holladay, Board Attorney; Daniel Ceja, CEO; Sam Miller, COO; Rodney Clark, CAO; Jennifer Baughman, Accounting Director; Arie Chandler, Administrative Assistant; and Sandra Britt, Administrative Assistant. The Board thereafter discussed personnel matters. No official action was taken during the executive session.

On motion of H.T. Miller, III, seconded by Willie Burton, and unanimously approved, the Board voted to exit executive session, and thereafter convened in open and regular session.

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At this time, Jennifer Baughman presented the financial information for July as attached to the minutes. The entire facility has a cash balance of \$23.3 Million, total assets of \$55.2 Million, and a total liabilities and fund balance of \$55.2 Million. The Hospital's Gross Revenue was \$7.7 Million for the month and \$75 Million year to date. The Hospital had a Net loss of (\$585,439) for the month and a Year to Date Net Income of 1.8 Million. Haire Drug Center, LLC had a Net Income of \$69,743 for the month. Hospice had a Net Income of \$35,700 for the month and a Year to Date Net Income of \$509,828. Sunflower Diagnostic Center had a Net Income of \$18,230 for the month and a Year to Date Net loss of (\$204,343). Simply Sunflower had a Net loss of (\$1,069) for the month and a Year to Date Net Loss of (\$2,178). Sunflower DME had a Net Income of \$52,778 for the month and a Year to Date Net Income of \$298,006. NSMC Pharmacy had a Net loss of (\$39,579) for the month and a Year to Date Net Income of \$162,124. The Rural Health Clinic had a Net Income of \$40,875 for the month and a Year to Date Net Income of \$68,557. NSMC as a whole showed a Net loss of (\$452,753) for the month and a Year to Date Net Income of \$2.6 Million.

The Administrator's report was given as follows:

Daniel began by stating that we have seen a decrease in the number of COVID patients within the last week but do expect a spike in cases within the next few weeks with schools opening back up. We continue to purchase PPE, supplies, swabs and Rapid Tests and have plenty available at this time.

Daniel reported that he is working on a plan to give all NSMC employees a pay increase that will become effective on 10/01/2020. Daniel stated that he hopes to offer the pay increase on a recurring/annual basis as funds permit.

Daniel reported that Administration authorized a shift differential to nurses willing to work extra shifts during the COVID-19 pandemic. The PPP loan NSMC received is being used to cover the shift differentials. We are currently experiencing a nursing shortage and hope that the shift differentials will entice nurses to stay at NSMC.

Daniel reported that we are offering full paid scholarships to MDCC Nursing Students that agree to work at NSMC for three years once they have earned their degree as well as work as Certified Nursing Assistants while in school.

Rodney Clark gave the Quality Assurance Report as follows:

As of today, there have been 8,287 COVID tests done with 6,932 negative and 1,355 positive. The Sunflower Rural Health Clinic is showing a COVID-19 positivity rate of 16-20% per day.

Rodney reported that the Nursing Policy and Procedure Committee recently met to review and revise policies to meet CMS standards. The policies were approved on August 24, 2020.

Upon Motion made by H.T. Miller, III and seconded by Phil McNeer the Board adjourned at 12:51 P.M., subject to the call of the Chairman.

Billy Joe Waldrup, Chairman

Bobbie Bounds Allen, Secretary