

North Sunflower Medical Center
Board of Trustees
Recessed Meeting Minutes
9 September 2026

BE IT REMEMBERED the Chairman and the Board of Trustees of North Sunflower Medical Center, Ruleville, Sunflower County, Mississippi, met in their Recessed Meeting on Wednesday, 9 September 2026, when and where the following were present:

H. T. Miller, III, Chairman and Trustee; Bobbie Bounds Allen, Secretary and Trustee; Willie M. Burton, Trustee; Mary Griffin, Trustee; Mike Myers, Trustee; Carmen Oguz, Interim Administrator; Brooks Rizzo, COO; Kim Nesdahl, Executive Assistant, and Lawson Holladay, Esquire

Mr. H.T Miller III called the meeting of the Board of Trustees to order at 11:05 AM. and opened the meeting with a word of prayer.

The minutes of 26 August 2026, Regular Board Meeting were approved as distributed by motion offered by Mr. Willie Mays Burton, seconded by Mrs. Mary Griffin, and unanimously approved.

The first order of unfinished business was to discuss an update on the sale of Hospice.

Carmen stated that there is a “meet and greet” scheduled for September 10, 2026, with the potential buyers so they can ask questions of the current hospice staff.

The second order of unfinished business was to approve the Rogers Pest Control quote in the amount of \$2560. After discussion a motion was made.

MOTION: I move to accept the quote from Rogers Pest Control in the amount of \$2560. A copy of the quote will be attached to these minutes.

Maker: Mrs. Mary Griffin

Seconder: Mr. Willie Mays Burton

Motion Unanimously Adopted

The first order of new business was the CEO Report. It is as follows:

Hospice / Federal Visit

- Explained that **federal-directed reviewers** were on site, did a thorough review, and were irritated they had to be there.
- Expressed hope for a **positive result** from that review.
- Clarified the upcoming **hospice “meet and greet”** (9:00–12:00) was presented by Joanie as *not* a decision-signing meeting, but more of a Q&A with the hospice team.

Rogers Proposal

- Personally visited **Rogers** to negotiate an adjusted proposal.
- Secured a **cost reduction** from about **\$2,760 to \$2,560** (about \$200 down) with **no reduction of services**, leveraging her relationship as a personal customer and existing maintenance ties.
- Submitted the revised **\$2,560** quote for board acceptance.

Revenue, Billing, and Operational Improvements

- Reported deep review of **pulmonology services** billables/receivables: reimbursement looked **favorable overall**.
- Identified **missed billing opportunities**:
 - Vaccines provided but **not billed**.
 - **CPAP home setups** (nurse visits, fitting, education) were previously believed non-billable; Joanie confirmed they **can and should be billed**.
- Highlighted “**organizational-wide improvements**” needed in charge capture and indicated some discussions about adjustments should occur in **executive session**.

Grants and Consulting Review

- Announced approval of a **\$1 million grant award** (details confidential until press release).
- Reported a **second grant** interview went well and is pending.
- Confirmed the **foundation approved** funding for consulting firm **Forvis Mazars** to perform a **sweeping operational review** (processes, gaps, staff interviews).
 - Invoice sent to the foundation for **50% down**.
 - Targeting rollout with department heads in **about two weeks**, pending consultant schedule.

Organizational Structure & Communication

- She and **Brooks Rizzo**:
 - **Revamped the organizational chart** to clarify reporting lines and improve accountability.
 - Launched **“bridge team” meetings** to improve cross-department communication.
- Noted **positive feedback** from staff that communications have already improved:
 - After department-head meetings, **minutes are now shared with all staff**, increasing transparency.

Lean Certification / Professional Development

- Found a **Lean Six Sigma–style certification program** specifically for **critical access hospitals**, normally **\$5,000 per person**, but free for them via grant.
- She and Brooks will attend **two days per week for four months in Meridian**, focused on **process improvement and waste reduction**.
- Acknowledged some overlap with the consultant’s work but emphasized this is more **day-to-day leadership/process** training.

Pharmacy & Fee Reductions

- Working with **Angela (pharmacy)** to cut costs:
 - Reducing **credit card processing fees** by moving from Heartland to another service (including shifting to **Red Sale** where appropriate).
 - Reported they currently **absorb** the card fees instead of passing them to patients; will revisit policy after systemwide transition to Red Sale.
 - Exploring reductions in **label costs** (from \$2 to target \$0.75–\$1 per label).
 - Pushing for **lower processing percentage fees** (negotiating ~0.5% instead of 1%).

Staffing, Delta Staffing, and Workforce LLC

- Explained constraints of current **HR policies** (e.g., part-time cap of 20 hours/week) that make **flexible scheduling** difficult for some nurses, forcing them to use **Delta Staffing** instead of staying in-house.
- Clarified there will likely **always be some need** for an external staffing model due to HR and PERS-related issues.
- Acknowledged board frustration with paying **Delta Staffing** and discussed:
 - The goal of eventually relying more on **their own LLC (Sunflower Workforce)** if policy/structure allows.

- The cost comparison: **PERS contribution (~18%)** vs. Delta's **per-hour upcharge**, noting Delta is currently cheaper in some scenarios.
- Agreed that many of these structures were put in place **before her tenure**, and that they are now trying to "**get it right**" with legal counsel and HR.

Wage Competitiveness

- Reported that wages across many roles (CNAs, LPNs, RNs, pharmacy techs, etc.) are **not competitive** with other area employers.
- Commissioned a **wage comparison spreadsheet** to review with HR and the board to explore **more competitive pay** while balancing PERS and financial constraints.

Provider-Based Services & Payer Mix

- Flagged that many **outpatient, provider-based clinics/services** were historically run as **volume-driven** without considering **payer mix**.
- Emphasized the need to:
 - Move those services toward a **higher Medicare payer mix**, to reduce negative financial impact.
 - **Legally and prudently manage which non-emergent outpatient cases** are accepted, aligning with reimbursement realities.
- Requested a **credentialing matrix** from Mary Franklin:
 - To ensure each provider is properly **credentialed with each payer** (Medicare, UnitedHealthcare, etc.).
 - To prevent situations where services are rendered but **cannot be billed** due to credentialing gaps.

Records Management

- After a prior meeting, department leaders emailed to **identify locations of old records**.
- Had staff convert responses into a **centralized spreadsheet** listing what records exist and where.
- Plans to use that as the starting point to **stabilize immediate record-storage issues** and develop a **long-term storage plan**.

Medicare Intermediary / Novitas Letter

- Reported receiving a **late-arriving certified letter** from **Novitas** (Medicare intermediary) about a **repayment of ~\$123,000** due to **rate adjustments** (swing bed/acute per diem reductions).

- Key issues she raised:
 - Letter dated **August 17**, but tracking shows USPS held it around **two weeks** before movement; it **arrived over three weeks later** and was only just delivered.
 - The postal worker **signed for it himself**, prompting Carmen to:
 - **Initiate an investigation** with USPS.
 - Collect **video, screenshots, and tracking evidence** to document the delivery problems.
 - Noted that Novitas can **cut off payment's / recoup funds directly**, so they will have to deal with the repayment regardless, but she wants clear documentation in case of any **non-timeliness penalties**.

Legal / Compliance Information for the Board

- Distributed copies of a **Mississippi Hospital Association legal newsletter** meant for hospital boards, saying she **has not yet read it**, but wanted trustees to review at their convenience.

IT / Access after Separation

- Confirmed she is monitoring **emails** for a separated employee for **continuity of operations**.
- Being cautious about opening questionable messages to **avoid IT security risks**, forwarding certain items to Brooks/Patrick as needed.
- Raised and confirmed steps around **passwords, laptop, and secure storage of related materials**.

The second of new business was to approve the North Sunflower Co-Pay Collection Policy. After discussion a motion was made.

MOTION: I move to approve the North Sunflower Co-Pay Collection Policy. A copy of the policy will be attached with these minutes.

Maker: Mrs. Mary Griffin Second: Mr. Mike Myers
Motion Unanimously Adopted

The third order of new business was to discuss the sale of the Nuclear Camera, Quinton Q Stress system, Model UTK, Part Number 30012-021-51, Lot 1616 be sold for \$7500. and the Mortara treadmill, Model TMX428 110, Part Number 317-07926, Serial Number FVDC 2137 as surplus. After discussion a motion was made.

MOTION: I move to approve the sale of the Nuclear Camera, Quinton Q Stress system, Model UTK, Part Number 30012-021-51, Lot 1616 be sold for \$7500. and the Mortara treadmill, Model TMX428 110, Part Number 317-07926, Serial Number FVDC 2137 as surplus.

Maker: Mrs. Mary Griffin Seconder: Mr. Willie Mays Burton
Motion Unanimously Adopted

The resolution so approved is set out below.

BOARD OF TRUSTEES RESOLUTION

BE IT RESOLVED by the Board of Trustees of the North Sunflower Medical Center as follow,
to-wit:

WHEREAS, the North Sunflower Medical Center owns Quinton Q Stress system, Model UTK, Part Number 30012-021-51, Lot 1616 and Mortara treadmill, Model TMX428 110, Part Number 317-07926, Serial Number FVDC 2137.

WHEREAS, this property is no longer needed for hospital or related purposes and is not to be used in the operation of the hospital, that the sale of the property in the manner otherwise provided by law is not necessary or desirable for the financial welfare of the hospital and that the use of this hospital property for the purpose for which it is to be sold will promote and foster the development and improvement of the community in which it is located and the civic, social, educational, cultural, moral, economic welfare thereof.

NOW THEREFORE, BE IT FURTHER RESOLVED that the surplus Quinton Q Stress system, Model UTK, Part Number 30012-021-51, Lot 1616 be sold for \$7500. and the Mortara treadmill, Model TMX428 110, Part Number 317-07926, Serial Number FVDC 2137 be sold for Fair Market Value as determined by the Interim Administrator.

The fourth order of new business was to approve the Waystar Subscriber Agreement. After discussion a motion was made.

MOTION: I move to approve the Waystar Subscriber Agreement. A copy of the policy will be attached with these minutes.

Maker: Mrs. Mary Griffin Second: Mr. Willie Mays Burton
Motion Unanimously Adopted

The fifth order of new business was to ratify the separation agreement and general release with Daniel Ceja dated effective August 27, 2026 and declare that this agreement is strictly confidential, and the original contract will be sealed in an envelope and kept with the minutes of the hospital, not to be opened without written approval of hospital legal counsel.

MOTION: I move to ratify the separation agreement and general release with Daniel Ceja dated effective August 27, 2026, and declare that this agreement is strictly confidential, and the original contract will be sealed in an envelope and kept with the minutes of the hospital, not to be opened without written approval of hospital legal counsel. A copy of the agreement will be attached to these minutes.

Maker: Mrs. Mary Griffin Second: Mr. Willie Mays Burton
Motion Unanimously Adopted

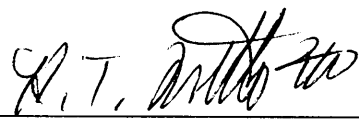
Mr. Lawson Holladay asked for a motion to determine if the board should go into executive session to discuss personnel matters.

Mrs. Mary Griffin made the motion to consider going into an executive session to discuss personnel matters, seconded by Mr. Willie Mays Burton. Motion Unanimously Approved.

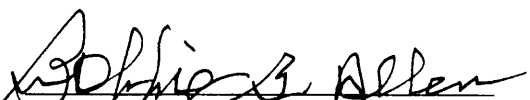
On motion of Mrs. Mary Griffin, seconded by Mr. Willie Mays Burton, and unanimously approved, the Board will now go into executive session to discuss personnel and litigation matters. The Board went into executive session.

On motion of Mr. Mike Myers, seconded by Mrs. Mary Griffin, and unanimously approved, the board returned to regular session.

The Board adjourned at 12:40 P.M., subject to the call of the Chairman.



H.T. Miller III, Chairman



Bobbie Bounds Allen, Secretary