

TELLURIDE HOSPITAL DISTRICT
December 20, 2007
REGULAR BOARD MEETING MINUTES

Board Members in attendance: Bill Grun/President, Alexandra Dujardin/Secretary, Allen Solomon, MD, Albert Roer/Treasurer, and Mark O'Dell. .
TMC Management Present: Gordon Reichard/Administrator, Julie Wesseling/Finance Manager, Sharon Grundy, MD/Medical Director PC and Nan Dudek/HR Manager & Recorder

I. CALL TO ORDER & PUBLIC MEETING WELCOME

Bill Grun called the meeting to order at 9:01 am

II. MINUTES

The minutes of the November 27, 2007 Regular Meeting were presented and discussed.

Motion: Albert Roer moved to approve the minutes of the November 27, 2007 Regular Meeting as submitted with a clarification in the Finance Report that the RFPs referred to were for Underwriter Services. Bill Grun seconded the motion. The motion passed with the four members present voting in favor.

III. FUNDRAISING

Steve Marshall of Steve Marshall and Associates, LLC presented to the board via phone on the roles and responsibilities in a capital campaign and the reason for establishing a foundation (see attached). Board members asked questions and received answers regarding timelines, parallel campaigns for bonds and fundraising and the usefulness of a feasibility study.

IV. ADMINISTRATOR'S REPORT

Gordon Reichard presented the report and items included were discussed. (See attached)

The 2006-2007 Annual Report presented to the board will be reviewed and acted upon at the January 10, 2008 Special Meeting.

The Primary Care Incentive bonuses for 2007 will be reviewed following year end closing of financials in order to evaluate with full complement of data. Gordon will bring a proposal for the percentage of bonus to the January Regular Meeting for consideration.

V. FINANCE REPORT

Julie Wesseling presented the report. (See attached)

YTD TMC is ahead of budget. Primary Care revenues were lower than budgeted in November because of an overestimate in the number of visits for the month. Revenues for IFAM increased and the number of visits in Trauma & Emergency Services increased in November.

The final payment to GO Partners will be adjusted to reflect outstanding insurance claims and software bills paid by TMC that were due from GO Partners.

Western Health Alliance is being considered to provide AR Services for follow up on self-pay accounts following initial billing by athena. The board supported the proposal with the caveat that the company's scripts are reviewed for alignment with TMC values of customer service.

VI. MEDICAL STAFF UPDATE

This report was presented in part by Sharon Grundy, MD and Nan Dudek, Provider Credentialing.

Two specialists were approved by Medical Staff to be considered for privileges at TMC. A Plastic Surgeon, Jeffery Ptak, MD will be providing dermatological services one week per month and Center for Mental Health will provide mental health services on a regular basis. Both specialists have received credentialing packets and requests for business plans.

The residents for 2008 were presented to the board for approval of credentials.

Motion: Allen Solomon, MD moved that the board accept the recommendation of Medical Staff and TMC Administrator to credential the residents for 2008 as presented. Alexandra Dujardin seconded the motion. The motion passed unanimously.

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VII. BOARD SUBCOMMITTEE REPORTS

- Personnel - Nan presented the Employee Incentive Plan 2008 as revised as requested by the board (see attached).

Motion: Mark O'Dell moved to accept the revised 2008 Staff Incentive Plan as submitted by TMC Management. Alexandra Dujardin seconded the motion. The motion passed unanimously. The request for approval of the new and revised 2007 Policies & Procedures were presented to the board.

Motion: Bill Grun moved that the board approve the new and revised Policies & Procedures listed and presented by TMC Management. Alexandra Dujardin seconded the motion. The motion passed with the four members present voting in favor.

- Medical Quality Assurance -No report was given.
- Finance - No additional report was given.
- Capital Equipment - The request for funds for a refrigerator for blood products, computers and laptops for patient care rooms in Primary Care and an ED monitor was presented for approval by the board. The equipment request was discussed and clarifications made.

Motion: Allen Solomon, MD recommended that the board approve the capital request as presented and for the request to be forwarded to the Medical Capital Fund for consideration of funding. Albert Roer seconded the motion. The motion passed with the four members present voting in favor.

- Site - TMC is awaiting the appraisal of the proposed facility site.
- Strategic Planning - The committee will meet with Gordon to revise the existing Strategic Plan as necessary for 2008.

VIII. OLD BUSINESS

There was no discussion of old business.

IX. NEW BUSINESS

An additional Special Meeting of the board was scheduled for January 10, 2008 from 2-5pm at TMC conference room.

The 2008 schedule of THD Regular Board Meetings was discussed.

Motion: Alexandra Dujardin moved that the board schedule Regular Meetings on the 3rd Thursday of the month unless extenuating circumstances require rescheduling. Meeting notices will be posted at the San Miguel Counth Court House on Colorado Ave, the Telluride Town Hall and Rebekah Hall on Columbia Ave and at Telluride Medical Center on Pacific Ave. Bill Grun seconded the motion. The motion passed with the four members present voting in favor.

The appointment of an election official for the 2008 May and November elections was discussed.

Motion: Alexandra Dujardin nominated Nan Dudek to be the Election Official for 2008. Allen Solomon, MD seconded the motion. The motion passed with the four members present voting in favor.

Motion: Albert Roer moved that as the appointed Election Official that Nan Dudek begin taking the necessary steps to comply with Special District Election Law. Bill Grun seconded the motion. The motion passed with the four members present voting in favor.

The appointment of members to the Board of Directors of IFAM was discussed.

Motion: Bill Grun moved that the Telluride Hospital District appoint Mark O'Dell and Bill Grun, THD Board Members and Gordon Reichard, TMC Administrator and Eric Johnson, CFNP, Primary Care Manager to the IFAM Board of Directors. Albert Roer seconded the motion. The motion passed with the three members present voting in favor, Bill abstained from the vote.

Julie Wesseling requested that the board rename the account in which funds remain from the government obligation bond.

Motion: Albert Roer moved that the remaining funds amounting to \$177,000 be moved from a bond reserve account to a capital reserve account. Bill Grun seconded the emotion. The motion passed with the four members present voting in favor.

X. PUBLIC COMMENT

There was no additional public comment.

Bill Grun adjourned the public portion of the meeting at 12:27pm.

EXECUTIVE SESSION

Alexandra Dujardin requested that the Telluride Hospital District Board convene an executive session at 12:30pm in accordance with CRS §24-6-402(4)(f) for purposes of personnel matters as requested by Gordon Reichard. As required by Open Meetings Law, executive session was manually recorded due to unavailability of a electronic recorder. The report will be retained for 90 days.

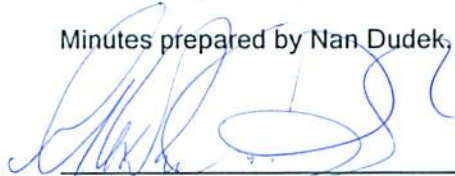
The public was excused.

Executive session was adjourned at 12:46pm and the members returned to Open Meeting. The conditions for purchase of the ultrasound machine were discussed since the initial requirements for purchase had changed. Alllen Solomon, MD suggested that since IFAM was unsuccessful in acquiring a full time technologist, there would be support for purchase of the machine if three conditions were met. IFAM would submit a memorandum of understanding with a part time tech to the Board, that TMC Medical Staff agrees to train and credential the emergency physicians to read the ultrasound studies and that the IFAM business plan is revised to reflect these changes. The board agreed.

XI. ADJOURNMENT

The meeting was adjourned at 12:52pm.

Minutes prepared by Nan Dudek,



Alexandra Corson Dujardin, Secretary
Telluride Hospital District