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| Meeting | Board of Trustees |
| Date | July 23, 2024 |
| Time | 6:30 pm |
| Location | Conference Room A |

Board Members:

- Ron Ragor, Vice Chair
- Brenda Harden, Secretary
- Joe Dreyer, Chair
- Earl Desmond
- Carolyn Beal
- Jennifer Williams
- Lois Stauffer
- Eddie Lou Meimer

Other Attendees:

- Jon Christensen, Attorney (TEAMS)
- Jason Gates, Controller
- Jessica Schwartz, Director & CNO
- Kirsten Osborn, Executive Assistant
- Vincent Trago, Physician Healthcare Advisor
- Mike Hyek, President & CEO
- Matthew Hintz, Medical Staff
- Joe Lyren, OhioHealth Finance
- Cheryl Herbert, OhioHealth
- Shannon Martin, Bricker & Graydon
- James Flynn, Bricker & Graydon

MINUTES

| | TOPIC | LEADER | DISCUSSION / RECOMMENDATIONS | FOLLOW-UP |
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| 6:30 p.m. | Call to Order | Mr. Dreyer | Mr. Dreyer called the meeting to order at 6:34 p.m. | |
| | Roll Call | Ms. Osborn | Ms. Beal- Present Mr. Desmond- Present Mr. Dreyer- Present Ms. Harden- Present Ms. Meimer- Present Mr. Ragor- Present Ms. Stauffer- Present Ms. Williams- Present | |
| | Approval of Board of Trustees Minutes, June 25, 2024 | Mr. Dreyer | Members of the Board of Trustees approved the minutes of the regular Board of Trustees meeting June 25, 2024 as presented. Ms.Harden made a motion to approve the minutes of the June 25, 2024 Board of Trustees meeting which was seconded by Mr. Ragor The motion passed by a unanimous vote. | |
| | OhioHealth Updates | Ms. Herbert | Ms. Herbert shared OhioHealth finished their fiscal year at the end of June. | |
| | MCH / OhioHealth Negotiations Update | Ms. Williams | Morrow County Hospital Negotiations Group: <ul style="list-style-type: none"> • Approval of the Term Sheet is not the last step in this process. There are supporting legal documents to be produced and more work to be completed before MCH formally agrees to join OhioHealth. • Group feels comfortable to proceed with approving. • The target date for membership remains January 1, 2025 | |
| | June 2024 Financial Results July 17, 2024 Finance & Audit Committee Minutes | Mr. Gates | Mr. Gates presented the June 2024 financial report. He highlighted the following: <ul style="list-style-type: none"> • Net Operating income of (\$115k) on a budgeted Net Operating Income of (\$4k) • Net Income with levy was \$397k on a budget Net Income of \$159k Driving Factors <ul style="list-style-type: none"> • Unfavorable to Budgeted Gross Revenue • Unfavorable to Net Patient Revenue • Unfavorable to Budgeted Total Operating Expenses | |

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| | | | <ul style="list-style-type: none"> Received HAP funds of \$130k <u>Volumes</u> Admissions had a Negative variance of -7, or -37.9% Urgent Care had a negative variance of -12, or -4.3% Surgeries had a negative variance of -1, or -5.3% Rehab had a positive variance of 382, or 13.9% Radiology had a negative variance of -176, or -12.8% Laboratory had a positive variance of 12, or 0.1% <u>Revenue</u> Gross Patient Revenue was \$392k unfavorable to budget Radiology was \$203k or 15% unfavorable to budget Surgery was \$54k or 9% favorable to budget Lab was \$21K or 2% unfavorable to budget ED was \$74k or 12% unfavorable to budget Rehab was \$62k or 15% favorable to budget <u>Payor Mix</u> Medicare was 17.50% on a budget of 20.11% Medicaid was 2.29% on a budget of 0.99% Commercial was 30.37% on a budget 30.45% Self-Pay was 3.02% on a budget of 2.95% <u>Expenses</u> Expenses were \$112k unfavorable to budget Purchased Services were \$46k or 11% unfavorable to budget Professional fees were \$29k or 15% unfavorable to budget <u>Key Performance Indicators</u> Hospital Net Days in A/R increased from 49.3 to 55.2 Days Cash on Hand decreased from 333 to 331 (12-month average is 324) ED transfers were 10% on a budget of 8%. <p>Ms. Harden made a motion to approve the minutes from the July 17, 2024 Finance & Audit meeting which was seconded by Mr. Ragor. The motion was passed by a unanimous vote.</p> | |
| | <p>Administrative Report</p> | <p>Mr. Hyek</p> | <p>Mr. Hyek presented the administrative report highlighting:</p> <p><u>Operational Updates:</u></p> <ul style="list-style-type: none"> Ceiling tiles are being replaced in the front lobby. Renovations starting soon for Radiology patient changing room. <p><u>Patient Safety and Clinical Quality</u></p> <ul style="list-style-type: none"> New urine analyzer purchased for lab with capital funds <p><u>Service Excellence</u></p> <ul style="list-style-type: none"> Mandatory goal deployment sessions are underway and have been well liked by associates | |

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| | | | <ul style="list-style-type: none"> • Associate Engagment Survey results are in. Managers are attending two mandatory training sessions in July to learn how to utilize the new platform. • MCH is participating in the Amish Health and Safety event that takes place on September 4th, Community meeting was held on July 10th and a follow up meeting is scheduled for August 14th. • MCH team and Morrow County Health Department team are planning an initial lunch meeting to discuss partnership opportunities. | |
| | Public Comments | | None. | |
| | Executive Session pursuant to: O.R.C. Section 121.22(G)(8) and 1333.61(D) | | <p>A motion was made by Mr. Ragor and seconded by Ms. Beal to enter into executive session to discuss a personnel matter pursuant to O.R.C 121.22(G)(8) and to discuss trade secrets as defined by O.R.C. 1333.61(D). The motion was approved by a roll call vote.</p> <p>Ms. Beal- Yes Mr. Desmond- Yes Ms. Harden- Yes Ms. Meimer- Yes Mr. Ragor- Yes Ms. Stauffer- Yes Ms. Williams- Yes Mr. Dreyer- Yes</p> <p>Mr. Christensen, Attorneys Shannon Martin and James Flynn entered executive session with all board members and Mr. Hyek at 8:08 p.m.</p> <p>Mr. Christensen, Attorneys Shannon Martin and James Flynn exited executive session with at 8:19 p.m.</p> <p>A motion was made by Mr. Ragor and seconded by Mr. Desmond to approve the resolution in regards to the OhioHealth and Morrow County Hospital transaction. The motion was approved by a roll call vote.</p> <p>Ms. Beal- Yes Mr. Desmond- Yes Ms. Harden- Yes Ms. Meimer- Yes Mr. Ragor- Yes Ms. Stauffer- Yes Ms. Williams- Yes Mr. Dreyer- Yes</p> | |
| | Comments | | <p>Cheryl- Spoke highly of morrow county and the negotiations group and board members</p> <p>Andy Ware- Well done chairman</p> | |

MINUTES

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| | | | Hintz- Comments very well for prior board member Jennifer and Lois commend the negotiations group, MCH Board, Cheryl, OhioHealth, attorneys | |
| | Adjournment | Mr. Dreyer | Being no further business, a motion was made by Mr. Ragor and seconded by Ms. Meimer to adjourn the meeting at 8:48 p.m. The motion passed by unanimous vote. | |

Minutes submitted by:

Approved by:



Brenda Harden, Secretary



Elwain Dreyer, Chair