

**STILLWATER MEDICAL CENTER AUTHORITY
BOARD OF TRUSTEES
Regular Meeting, January 23, 2024
Stillwater Medical Center Honska Conference Center
5:30 p.m.**

Present: Lowell Barto, Dan Duncan, Dr. Todd Green, Mayor Will Joyce, Denise Weaver and Cheryl Wilkinson

Absent: Gary Clark

Others: Denise Webber, Dr. Mark Paden, Dr. Steven Cummings, Alan Lovelace, Steven Taylor, Liz Michael, Kayla Isaacs, Jovan Smith, Tamie Young, Michal Shaw, Shyla Eggers, Brian Grace and Cheryl Marshall (minutes)

CALL TO ORDER

Chairman, Lowell Barto, called the meeting to order at 5:34 p.m. The members welcomed the new Board of Trustee members: Denise Weaver and Cheryl Wilkinson, as well as Mark Paden, MD, serving as Medical Staff Representative.

APPROVAL OF MINUTES

Green made a motion to approve the December 19, 2023, Board of Trustees minutes, December 18, 2023, Finance Committee minutes, and December 12, 2023, Facilities Committee minutes as presented. Duncan seconded the motion and Duncan, Barto, Joyce, and Green voted in favor of the motion. Wilkinson and Weaver abstained.

ELECTION OF 2024 BOARD OF TRUSTEE OFFICERS

Lowell Barto shared the nominees for 2024-2025 Board of Trustee Officers: Dan Duncan, Chairman; Gary Clark, Vice Chairman; and Mayor Will Joyce, Secretary Treasurer.

Green made a motion to elect Dan Duncan, Chairman; Gary Clark, Vice Chairman; and Mayor Will Joyce, Secretary Treasurer for 2024-2025. Barto seconded the motion and Wilkinson, Barto, Green, Joyce, Weaver and Duncan voted in favor of the motion.

The Administrative team and Board members shared their appreciation of Lowell Barto's two-year service as Chairman of the Board. Mr. Barto's insight and dedication to Stillwater Medical is unwavering and appreciated tremendously.

The members reviewed the 2024 proposed committee appointments and agreed to serve on the respective committees.

2024 ORGANIZATIONAL SCORECARD REPORT

CEO Webber shared the star rating in each category and the efforts underway.

STILLWATER MEDICAL FOUNDATION ANNUAL REPORT

Michal Shaw, Executive Director, Stillwater Medical Foundation, shared the many events of the past year; the three largest being the Women of Wellness, Tin Cup Classic and Ruby Gala. She shared the Foundation's appreciation of the many who came together to make these events successful. The Foundation was able to exceed their goal of \$1.2M, raising \$1.588M.

ACCEPTANCE OF REPORTS FROM OFFICERS

DECEMBER 2023 FINANCIAL REPORT/JANUARY FINANCE COMMITTEE REPORT

Lovelace provided a PowerPoint summary of operations for December 2023. Admissions, including rehab, were 425, above budget of 406, and below last year of 453. Average Daily Census, including rehab was 54, compared to a budget of 57 and last year of 62.

Surgeries were 526 for the month, above last year of 422. Surgeries at the Surgery Center West were 558 for the month, below last year of 702.

Emergency room visits were 2,968 above last year of 2,846. Outpatient visits, not including ER visits, were 12,177, below last year of 13,357. Births were 54 for the month, compared to last year at 48.

Financial assistance was \$1.8M for the month. Salaries and Wages were at \$11.6M, above last year of \$8.7M. FTE's were 1,491 below last year of 1,548. Benefits were \$3.1M, above last year of \$2.2M.

Operating Income Consolidated is \$161,000, above last year of \$128,000. Operating Income for the Hospitals is \$2.5M, above last year of \$363,000. Operating Income for Stillwater Medical is \$2.1M, above last year of \$194,000. Operating Income for Stillwater Medical Perry is \$181,000, above last year of \$75,000. Operating Income for Stillwater Medical Blackwell is \$210,000, above last year of \$94,000. Operating Income for the Clinics is (\$2.3M) compared to last year of (\$235,000).

Operating Income for the Hospitals year to date is \$17.4M compared to a last year of \$1.1M. Operating Income for the Clinics year to date is (\$11.3M) compared to last year of (\$7.8M). Operating Margin for the Hospitals is 7.31% compared to last year of .49%. Operating Margin for the Clinics is -11.1% compared to last year of -7.9%.

YTD Operating Margin Consolidated is 1.81%, compared to last year of -2.04%. YTD Non-Operating Revenue is \$15.2M, compared to last year at

(\$13.3M). YTD Net Income Consolidated is \$21.3M, above budget of \$5.2M and last year of (\$18.3M).

The BancFirst investment account increased to \$96.8M; year to date at 5.10%. The Arvest investment account increased to \$9.4M; year to date at 4.42%. The Commerce investment account increased to \$15.2M; year to date at 4.19%. Consolidated Investments for December are \$121.6M.

Days in Accounts Receivable is 36 days. Days Cash on Hand is 168 days. Cash on Hand is \$139.1M compared to \$140M at year end 2022.

A YTD Operating Income Summary vs Budget was provided, showing an Operating Income of \$160,000; \$6.088M consolidated year to date.

Lovelace shared that the Finance Committee reviewed the financials and summary of clinic operations. Arvest presented SMC's investment portfolio update.

DECEMBER MEDICAL STAFF INTEGRATION COMMITTEE REPORT

Jovan Smith shared the December Medical Staff Integration Committee Report. He noted that they are working to meet with all the providers at the various clinics to discuss volume and statistical measures.

Joyce made a motion to accept the December 2023 Financial Report, January Finance Committee Report, and December Medical Staff Integration Committee report. Barto seconded the motion, and Joyce, Weaver, Duncan, Wilkinson, Barto and Green voted in favor of the motion.

SEMI-ANNUAL CONFLICT OF INTEREST STATEMENT

The Conflict-of-Interest Statement was signed by those in attendance.

APPROVAL OF PURCHASE OF REAL PROPERTY LOCATED AT 1015 W. 6TH AVENUE

Steven Taylor shared a map of the area proposed to be purchased, consisting of 5 lots, totaling 15,310 square feet. Asking price is \$550,000 and agreed upon acceptance price is \$520,000; a cost of \$33.96 per square foot. Lovelace shared that this purchase would be made from Cash from investments.

Barto made a motion to approve the purchase of property located at 1015 W. 6th Avenue at a total cost of \$520,000. Green seconded the motion and Duncan, Barto, Wilkinson, Joyce, Weaver and Green voted in favor of the motion.

APPROVAL OF BOARD OF TRUSTEE BYLAWS

This item was tabled pending legal review.

Barto made a motion to table the Board of Trustee Bylaws agenda item pending further review. Joyce seconded the motion and Green, Weaver, Joyce, Wilkinson, Barto and Duncan voted in favor of the motion.

APPROVAL OF ADMINISTRATIVE POLICIES

Webber shared the proposed changes to the Administrative policies. Barto proposed removing “Board Oversight Committee” under item C in the Patient Grievance and Complaints policy. He also proposed removing “Administrator,” making the change to “President/CEO” in the Authority in Absence of the President/CEO policy.

Weaver made a motion to approve the Administrative policies with the proposed changes. Green seconded the motion and Barto, Duncan, Green, Joyce, Weaver and Wilkinson voted in favor of the motion.

CONSENT AGENDA

Denise Webber updated the Board members on all Consent Agenda items for Stillwater Medical Center Authority. All actions listed on the consent agenda were approved through our Medical Staff Committees.

Joyce moved the Board approve the Consent Agenda for Stillwater Medical Center Authority. Barto seconded the motion and Joyce, Green, Weaver, Barto, Duncan and Wilkinson voted in favor of the motion.

CEO REPORT

CEO, Denise Webber shared the following report with the members:

2024 NEW YEAR’S BABY!

The first baby of 2024 was welcomed with a gift basket filled with baby items, a gift card and a specially designed onesie from Stillwater Medical.

WISHING DR. ARTHUR HAGAN OUR BEST FOR HIS MANY YEARS OF SERVICE

Webber shared that after 30 years, Dr. Arthur Hagan decided to fully retire. He is a beloved cardiologist, researcher, educator and mentor. He and his family have plans to travel, relax and enjoy. He will be greatly missed.

FEBRUARY IS HEART MONTH

We will be offering screenings for \$50 throughout the week and on Saturdays during February for Heart Month. These exams look at the carotid arteries in the neck, the abdominal aorta and measures blood pressures in the ankles and arms.

LEADERSHIP DEVELOPMENT INSTITUTE

Our first Leadership Development Institute (LDI) for 2024 was held on January 19th. We celebrated the successes of 2023 and highlighted the

path forward. Katherine Jeffery, PhD, speaker, provided training on generational differences.

EMERGENCY MEDICAL TREATMENT AND ACTIVE LABOR ACT (EMTALA) TRAINING FOR MEDICAL STAFF

Karen Rieger, our attorney, provided an evening of training for our medical staff, providing an overview of the recent changes to EMTALA. The measures hospitals must take to comply with EMTALA were reviewed by our medical staff and key team members. The training has been beneficial for all.

RESIDENCY PROGRAM UPDATE

We have successfully completed the interview process for our next Resident Class. Over 600 applicants applied for our program and the selection committee interviewed 96 applicants. We anticipate a successful matching process and look forward to welcoming five additional residents in July.

CONSTRUCTION UPDATE

Webber updated the members on the many projects underway.

DR. EMDE, SLEEP MEDICINE CLINIC

Dr. Emde will be moving to the new Sleep Medicine Clinic located at 809 S. Walnut.

HONSKA CONFERENCE CENTER

Dr. Walter Lee Honska, Jr. was a beloved physician at Stillwater Medical for 33 years and is the namesake of the hospital's main conference room. Earlier this year the Honska family, to continue Dr. Honska's legacy, made a generous gift to the Stillwater Medical Foundation to renovate the Honska Conference Room.

NEW BUSINESS

None

OTHER BUSINESS

Prior to the meeting, Board members reviewed the following Medical Staff meeting minutes:

Stillwater Medical Center:

<i>Medical Executive Committee</i>	<i>January 10, 2024</i>
<i>Peer Review Committee</i>	<i>January 2, 2024</i>
<i>OB Section</i>	<i>January 4, 2024</i>
<i>Radiology Section</i>	<i>January 10, 2024</i>
<i>Infection Control Committee</i>	<i>January 17, 2024</i>
<i>Surgery/ Anesthesia Section</i>	<i>January 11, 2024</i>

Stillwater Medical Blackwell:

*Medical Staff Committee
Patient Safety & Quality
Patient Safety & Quality
3rd quarter Safety Meeting*

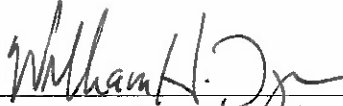
*November 15, 2023
December 13, 2023
January 10, 2024
November 21, 2023*

NEW BUSINESS

None.

ADJOURN

There being no further business, Barto moved that the meeting be adjourned. Green seconded the motion, and Wilkinson, Green, Duncan, Weaver, Barto and Joyce voted in favor of the motion. The meeting was adjourned at 6:44 p.m.


Secretary of the Board


Chairman of the Board