

**STILLWATER MEDICAL CENTER AUTHORITY
BOARD OF TRUSTEES
Regular Meeting, April 28, 2026
Stillwater Medical Center, Honska Conference Center
5:30 p.m.**

Present: Dan Duncan, Lowell Barto, Denise Weaver, Gary Clark and Todd Green, MD

Absent: Cheryl Wilkinson and Mayor Joyce

Others: Denise Webber, Dr. Mark Paden, Dr. Ted Kaspar, Dr. Steven Cummings, Dr. Matthew Payne, Alan Lovelace, Jovan Smith, Shawn Howard, Brad Horst, Joe Ogle, John Koemel (attorney), Amanda Fox and Cheryl Marshall (minutes)

CALL TO ORDER

Chairman, Dan Duncan, called the meeting to order at 5:34 p.m. The members reviewed the Mission, Vision and Values statement included in the packet.

APPROVAL OF MINUTES

Barto made a motion to approve the March 24, 2026, Board of Trustees minutes, March 18, 2026, Finance Committee minutes and March 9, 2026, Medical Staff Integration Committee minutes as presented. Clark seconded the motion and Barto, Duncan, Green, Weaver and Clark voted in favor of the motion.

BOARD EDUCATION: EPIC EMR

CFO Alan Lovelace provided an update on the Epic conversion, noting that an experienced project coordinator was hired and conducted a thorough review of the remaining work. Based on those findings, the team elected to shift the go-live date to October 4. The adjustment was well received, and we remain confident that the implementation will go smoothly.

2026 ORGANIZATION PERFORMANCE SCORECARD

Webber shared that we are meeting or exceeding our goals and are currently at a 4-star overall.

2026 COMMITTEE APPOINTMENTS

Dan Duncan, Board Chairman, announced the committee appointments for 2026.

**ACCEPTANCE OF REPORTS FROM OFFICERS
APRIL QUALITY ASSURANCE PERFORMANCE IMPROVEMENT (QAPI)
REPORT**

CEO, Denise Webber shared the April QAPI Report: The committee reviewed several operational and quality updates, beginning with the introduction of Leslie Rice as the new QA/PI Director. A detailed CMS Scorecard update highlighted strong performance in areas such as staff responsiveness, quietness, overall rating, and willingness to recommend, while identifying opportunities for improvement in nurse explanations, doctor listening, medication side effect communication, discharge symptom education, and hospital cleanliness. Upcoming CMS changes—including the addition of five outpatient survey measures—will be incorporated into future scorecards. Blood-related quality metrics showed exceptional performance, with SMC exceeding national benchmarks in transfusion appropriateness, crossmatch to transfusion efficiency, and blood culture contamination rates. Improvement efforts continue at Blackwell and Perry, supported by education and equipment upgrades.

Additional updates included enhancements to the patient safety committee structure, continued monthly QAPI meetings, and a comprehensive report on the Inpatient Rehab Unit's progress since transitioning to SMC management. Rehab demonstrated strong compliance, increased census, high discharge to home rates, and improved fall monitoring aligned with rehab specific definitions. Consent agenda items were approved.

APRIL 2026 FACILITIES COMMITTEE REPORT

Denise Webber shared an update on the many projects underway. The Facilities Committee recommended approval of the Construction Manager policy. They also discussed the Surgery Center West flood claim. Stillwater Medical is seeking reimbursement for this loss.

MARCH FINANCIAL REPORT/MARCH FINANCE COMMITTEE REPORT

CFO, Alan Lovelace, provided a PowerPoint summary of operations for March 2026. Admissions, including rehab, were 515, above budget of 500, and above last year of 444. Average Daily Census, including rehab was 66 compared to a budget of 66 and last year of 61.

Surgeries were 501 for the month, above budget of 490 and last year of 437. Surgeries at the Surgery Center West were 469 for the month, below a budget of 539 and last year of 534. Surgeries total was 970, below budget of 1,029 and last year of 971.

Emergency room visits were 2,939 above last year of 2,856. Outpatient visits, not including ER visits, were 17,047 above last year of 15,527. Clinic visits were 26,271, above last year of 25,382. Births were 82, above last year at 66. Average Daily Census for the NICU was 3.6 compared to a budget of 4.6. NICU Discharges were 13 compared to a budget of 18.

Financial assistance was \$628,000. Salaries and Wages were at \$14.435M, below budget of \$14.437M, and above last year of \$13.4M. FTEs were 1,674 below budget of 1,682 and above last year of 1,641. Benefits were \$2.3M below budget of \$3.1M and last year of \$2.8M.

Operating Income Consolidated is \$1.7M, above last year of \$1.1M. Operating Income for the Hospitals is \$1.7M, below last year of \$1.8M. Operating Income for Stillwater Medical is \$1.5M, below last year of \$1.6M. Operating Income for Stillwater Medical Perry is \$53,000 compared to last year of \$93,000. The operating Income for Stillwater Medical Blackwell is \$119,000, above last year of \$80,000. Operating Income for the Clinics is \$56,000 compared to a budget of (\$181,000) and last year of (\$735,000).

Operating Income for the Hospitals year to date is \$6.6M compared to last year of \$3.7M. Operating Income for the Clinics year to date is (\$1.2M) compared to last year of (\$1.5M). Operating Margin for the Hospitals is 10.32% compared to last year of 6.32%. Operating Margin for the Clinics is -4.1% compared to a budget of -1.8% and last year of -5.2%.

YTD Operating Margin Consolidated is 5.75%, compared to last year of 2.47%. YTD Non-Operating Revenue is (\$1.0M), below last year at \$2.4M. YTD Net Income Consolidated is \$4.3M, below last year of \$4.6M.

The BancFirst investment account decreased to \$74.1M and year to date is .61%. The Arvest investment account decreased to \$11.7M and year to date is 1.71%. The Commerce investment account increased to \$23.4M and year to date is -.45%. Consolidated Investments for March \$109.4M.

Cash Collections are \$29.3M compared to \$27.9M in 2025. Net AR Balance Consolidated in March was \$44.0M. Cash on hand is \$132.7M compared to \$122.6M at year end 2025. Days Cash on Hand was 137 in March.

A YTD Operating Income Summary vs Budget and Investment Bank Performance was provided.

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

Barto made a motion to accept the standing reports. Green seconded the motion, and Duncan, Green, Weaver, Clark and Barto voted in favor of the motion.

APPROVAL OF DESIGNATED APPOINTMENTS REQUIRED BY CMS CONDITIONS OF PARTICIPATION

Webber shared that the CMS Conditions of Participation require specific appointments be designated and approved by the Board. The list of designated appointments was reviewed by the Board members.

Clark moved approval of the following Designated Appointments: Denise Webber, CEO; July Stanley, Infection Preventionist; Dr. Daniel Roton, Respiratory Therapy Services Medical Director; Kelsey Cave, Antibiotic Stewardship Program. Weaver seconded the motion, and Duncan, Weaver, Barto, Clark and Green voted in favor of the motion.

APPROVAL OF BLACKWELL LEASE AND OPERATING AGREEMENT

VP, Shawn Howard shared that the current lease expires December 2026. The term will increase from 7 years to 10. The financial structure remains the same with SMC only obligated to pay rent if operating revenue exceeds a 5% threshold. Overall, the lease renewal is consistent with prior terms and continues to preserve essential healthcare access for the Blackwell community. Legal Counsel reviewed this agreement in detail.

Weaver made a motion to approve the Blackwell Lease and Operating Agreement as presented. Clark seconded the motion, and Weaver, Clark, Duncan, Green and Barto voted in favor of the motion.

APPROVAL OF ADMINISTRATIVE POLICIES

Webber shared proposed changes to the following policies: Capitalization, Construction Manager-At-Risk Selection Procedures, Conflict Ethical Issues Resolution, Consideration of Local Businesses and Policy Development and Use Statement. Barto and Webber clarified that the construction management firm selection would include three firms.

Barto made a motion to approve the Administrative policies with the minor change to the Construction Manager at Risk Selection policy. Green seconded the motion, and Duncan, Green, Clark, Weaver and Barto voted in favor of the motion.

CONSENT AGENDA

The Board reviewed the Stillwater Medical Center and Rural Emergency Hospital policies and credentialing actions included on the Consent Agenda. All actions listed on the consent agenda were approved through our Medical Staff Committees.

The Board members reviewed the following Medical Staff meeting minutes included in their packet prior to the meeting:

Stillwater Medical Center:

<i>Medical Executive Committee</i>	<i>April 15, 2026</i>
<i>Surgery Anesthesia Section</i>	<i>April 9, 2026</i>
<i>Medicine Section</i>	<i>April 9, 2026</i>
<i>Pharmacy and Therapeutics Cte</i>	<i>April 2, 2026</i>
<i>Credentials Committee</i>	<i>April 14, 2026</i>
<i>Ethics Committee</i>	<i>March 26, 2026</i>
<i>MRC</i>	<i>April 3, 2026</i>
<i>Peer Review Committee</i>	<i>April 7, 2026</i>

QAPI

April 16, 2026

Rural Emergency Hospitals, Blackwell/Perry:

Medical Exec Committee – Blackwell *March 18, 2026*

Patient Safety/Quality *April 8, 2026*

Medical Exec Committee – Perry *March 18, 2026*

Barto made a motion to approve the Consent Agenda excluding the Blackwell and Perry Bylaws, Rules and Regulations. Clark seconded the motion, and Barto, Green, Duncan, Clark and Weaver voted in favor of the motion.

ITEMS REMOVED FROM THE CONSENT AGENDA

Clark made a motion to table items C.a.1 and D.a.1., Blackwell and Perry Bylaws, Rules and Regulations. Barto seconded the motion, and Duncan, Barto, Clark, Weaver and Green voted in favor of the motion.

ITEMS PREVIOUSLY TABLED

Clark moved that the previously tabled items from the March 24, 2026, BOT meeting be removed from the table. Barto seconded the motion and Weaver, Clark, Duncan, Green and Barto voted in favor of the motion.

The members agreed that Items Previously Tabled will be a part of the Consent Agenda going forward.

APPROVAL OF FQHC CO-APPLICATION AND FQHC BYLAWS OF GOVERNING BOARD OF STILLWATER MEDICAL HEALTH PARTNERS

Clark made a motion to approved the FQHC Co-application and Bylaws of the Governing Board of Stillwater Medical Health Partners. Weaver seconded the motion, and Clark, Green, Barto, Weaver and Duncan voted in favor of the motion.

CEO REPORT

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

STILLWATER MEDICAL RECEIVES 2026 OUTPATIENT SPECIALTY AWARDS FROM HEALTHGRADES!

Stillwater Medical is proud to receive the 2026 Outpatient Orthopedic Surgery Excellence Award from HealthGrades while also being named among the top ten percent in the nation for Outpatient Orthopedic Surgery Excellence for two consecutive years. We are also grateful to be recognized with a five-star Outpatient Rotator Cuff Repair Award.

BEE AWARD - Russell Goodgion, RT, is our first ever recipient of the BEE Award, which stands for Being Extraordinary Everyday. Russell was nominated by both a patient's family member and a peer, each highlighting his exceptional compassion and professionalism.

DAISY AWARD - Gary Hernandez, RN is a travel nurse that has been with SMC for over the past year providing excellent care for our patients at their most critical times.

EMPLOYEE OF THE MONTH, APRIL 2026 – AUBREY LUCAS

Aubrey Lucas LPN, Pediatric Clinic, was nominated by her peers as our April Employee of the Month!

OHA CAREGIVERS' DAY AT THE CAPITOL

On April 6, nine team members attended OHA's Caregivers Day at the Capitol. The team met with legislators and discussed how their decisions could impact hospitals and the communities we serve.

EMPLOYEE FORUMS

Employee Forums were held from March 25th through April 3rd, providing a valuable opportunity to connect with our staff and highlight the many exciting developments at Stillwater Medical.

RED CROSS HONORS INFUSION NURSES

The Red Cross reached out to recognize several of the incredible healthcare professionals at the Cancer Center who serve our community every day.

MARCH MADNESS

We hosted a March Madness Bracket Challenge! Our team was invited to submit brackets in both the Men's and Women's tournaments, with winners crowned in each division.

EARTH DAY CELEBRATION

In recognition of Earth Day, Stillwater Medical hosted a staff plant giveaway to show appreciation of our teams.

COMMITMENT TO EXCELLENCE

This month marked the launch of our new series, Anchored in Excellence. On our 2026 journey, team members will be invited to attend three sessions throughout this year. A Story of Excellence was shared with the members.

STILL CARING PODCAST FEATURES DENISE WEBBER

Denise Webber is the featured guest on *Still Caring*, Stillwater Medical's new podcast that launched last month. She discusses the importance of collective care, the dedication and commitment of our healthcare team, the many challenges facing the industry and how we've grown as an organization over the last 50 years.

WEBBER SPEAKS AT KIWANIS AND OSU EMERITI ASSOCIATION EVENT

Webber shared an update on local SMC happenings, highlighting several things including our ongoing transition to Epic and the expansion of our orthopedic center of excellence as well as state and federal legislative updates.

LEGISLATIVE UPDATE**AMERICAN HOSPITAL ASSOCIATION ANNUAL CONFERENCE**

Webber shared that she attended the American Hospital Association's Annual Membership Meeting to advocate for critical patient needs. Top priorities included protecting the 340B Drug Pricing Program and Medicaid. She spent time directly with Congressman Lucas, Congressman Hern and Senator Lankford.

Webber shared three recent articles with the members: two concerning possible Medicaid cuts and Integris' plans to close clinics citing \$130M funding loss. She further shared several Spotlight articles featured in the NewsPress as well as patient compliments and area announcements.

EXECUTIVE SESSION

Barto moved the Board convene to Executive Session according to Title 25, Oklahoma Statutes, §307 (B) of the Oklahoma Open Meeting Act for the purpose of discussing the items listed on the agenda. Clark seconded the motion, and Clark, Duncan, Barto, Weaver and Green voted in favor of the motion.

Those present in Executive Session included: Board members, Barto, Duncan, Clark, Green and Weaver; Medical Staff Liaison, Dr. Mark Paden, as well as Denise Webber, CEO; Joe Ogle, Physician Recruiter and Cheryl Marshall, Executive Assistant.

Clark moved the Board return to Open Session. Barto seconded the motion and Green, Weaver, Barto, Duncan and Clark voted in favor of the motion.

RETURN FROM THE EXECUTIVE SESSION

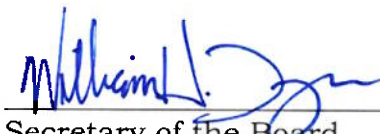
Chairman, Duncan stated that nothing other than what was listed on the agenda had been discussed in Executive Session, and that no votes had been taken.

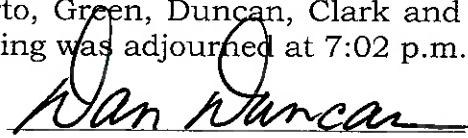
NEW BUSINESS

None.

ADJOURN

There being no further business, Clark moved that the meeting be adjourned. Green seconded the motion, and Barto, Green, Duncan, Clark and Weaver voted in favor of the motion. The meeting was adjourned at 7:02 p.m.


Secretary of the Board


Chairman of the Board

