

**MONTROSE MEMORIAL HOSPITAL  
BOARD OF TRUSTEES  
NOVEMBER 8, 2017  
REGULAR MEETING MINUTES**

The regular meeting of the Board of Trustees of Montrose Memorial Hospital was held **Wednesday, November 8, 2017**, at 1:30 p.m. in the Montrose County Board Room, located at 161 S. Townsend Ave, Montrose, CO, 81401.

---

**Call to Order:** The regular meeting was called to order at 1:36 p.m. by President Mark Rackay.

Roll call:

Mark Rackay, President	- Present
Mark Young, Vice President	- Present (via phone)
Pete Klingsmith, Secretary /Treasurer	- Absent
George Glasier, Trustee	- Present
Tony Lobato, Trustee	- Present
Tim Tinaza, Trustee	- Present (via phone)
Joe Saunders, Trustee	- Present (via phone)

**Quorum present.**

Also present:	Richard Westfall, Atty.	- (via phone)
	Ryan Call, Atty.	- (via phone)
	Roger Rash, County Commissioner	
	Keith Caddy, County Commissioner	
	Carolyn Clawson, Atty.	
	Trisha Schaeffer, Assistant to County Atty.	
	Allison Mason, Assistant Secretary	

**Pledge of Allegiance**

**1.0 Public Comments:** Attorney Richard Westfall thanked the Board for the opportunity to work with the Trustees in bringing resolution to the litigation surrounding the hospital and stated that he was glad it worked out as well as it did. Attorney Ryan Call stated that he was happy to help tie up the loose ends in the transition to the new Agreement, and also that he felt optimistic about the future. President Mark Rackay thanked the attorneys, the Board of Trustees, and the Commissioners for their many hours of work along the way.

**2.0 Commissioners Comments:** Commissioner Keith Caddy stated that the Board of County Commissioners had given full approval of the Settlement Agreement between the Board of Trustees, the Board of County Commissioners, and Montrose Memorial Hospital, Inc., and thanked the Trustees for their hard work in bringing the litigation to an end.

**3.0 MMHI Board of Directors Report:** No Board of Directors from MMHI present.

**4.0 Consent Agenda:**

**Approval of Meeting Minutes (4.01)** - Minutes presented: *October 2, 2017 – Regular*  
Trustee Joe Saunders moved to approve the agenda and accept the minutes as presented; Vice President Mark Young seconded. All in favor; none opposed. **Motion carried.**

**5.0 Compliance Report(s):**

**(5.01) Hospital inspections** – Trustee Joe Saunders visited Denise Riviera, the director of housekeeping at the hospital. Saunders stated that the hospital has a three percent infection rate, and has won awards for cleanliness.

**6.0. New Items:**

**(6.01-6.06) Approval of Settlement Agreement, Third Amendment, and Resolutions** – Trustee Tony Lobato moved to approve and adopt items 6.01 – 6.06 as a blanket motion. Motion seconded by Trustee Joe Saunders. All in favor; none opposed. **Motion carried.** Items included a motion to approve the proposed Settlement Agreement between the Board of County Commissioners, Board of Trustees, and MMHI, a motion to approve the Third Amendment to the Hospital Operating Lease Agreement between Montrose Memorial Hospital Inc. and the Board of Trustees, and motions to adopt Resolutions #17-02, #17-03, #17-04, and #17-05.

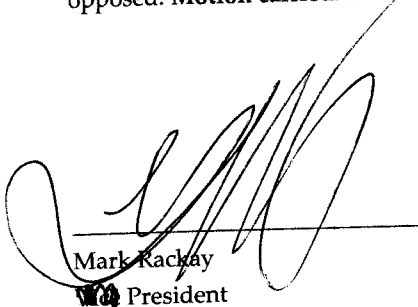
**(6.07) Third quarter ratio report** – Trustee Tony Lobato asked if the ratios were identical to the previous quarter, and it was found that they were not. Lobato and President Mark Rackay stated that they wanted Secretary/Treasurer Pete Klingsmith to review the ratios and at the December meeting explain to the board the change in the acid ratio. Trustee Tony Lobato then moved to accept the quarter three ratio report from MMHI. Trustee George Glasier seconded. All in favor; none opposed. **Motion carried.**

**7.0 Old Items:**

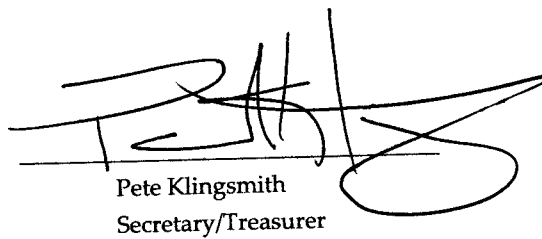
**(7.01) Bylaws review** – Trustee Joe Saunders moved amend the bylaws as recommended by Atty. Carolyn Clawson. Motion seconded by Trustee George Glasier. All in favor; none opposed. **Motion carried.** Clawson stated that she would resubmit the draft in final form. The board thanked her for her efforts.

**8.0 Financial Report:** Assistant Secretary Allison Mason presented the report as follows: October's beginning balance was \$77,543.40. Expenditures in October totaled \$4,659.62, the largest of those being \$3,702 in legal fees paid to Hale Westfall, LLP. The Board received \$6,702 in deposits which included BOCC reimbursements of \$3,702 in legal fees and \$3,000 in rent from MMHI. The available funds for distribution were \$79,585.78. Proposed expenditures of note were legal fees to Hale Westfall in the amount of \$8,030; other proposed expenditures included payroll, the work comp yearly premium, mileage reimbursement for Trustee Tony Lobato, rent to Montrose County, Uber conferencing, and the Microsoft Office subscription. Total proposed expenditures amounted to \$9,209.06. Estimated balance after expenditures was \$70,376.72. Trustee Joe Saunders moved to approve the financial report and pay the bills; Trustee Tony Lobato seconded. All in favor; none opposed. **Motion carried.**

**9.0 Adjournment:** Motion to adjourn made by Trustee Joe Saunders; Trustee Tony Lobato seconded. All in favor; none opposed. **Motion carried.** Meeting was adjourned at 1:51 p.m.



Mark Rackay  
President



Pete Klingsmith  
Secretary/Treasurer