



**Board of Directors**  
**Regular Board Meeting**  
**Monday October 27, 2025**

**Attendees:**

Morgan Cox, President	Nancy Cooke, CEO
Albert Garza, Vice President	Tonya Glisan, CFO
John Myrick, Secretary	Linda Pierce, CNO
Terry Franklin, Member	Jason Menefee - COO
Clay Parker, Member	Tina Columbus, Director Human Resources
Frances Hernandez, Member	Rebecca Brandon, Director of Rural Clinic
Brian Jackson, Hospital Attorney	Amy Miramontes, Director of Quality
	Mark Salcone, DO - Chief of Staff

- I. **Call to order:** Mr. Cox called the meeting to order at 11:30am.
- II. **Reading and Approval of Minutes – Regular Board Meeting:** Minutes were reviewed. Minutes from September 29, 2025, were examined, leading to a motion to approve them, seconded and passed.
- III. **Public Comment – None**
- IV. **Audit Presentation:** Financial audit presented, had a clean result and an unmodified audit opinion, indicating no material weaknesses. The audit did not necessitate a management letter for current year, showing improved financial controls and governance. Motion to approve audit presentation and seconded. Motion passed.
- V. **Medical Staff Report – Dr. Salcone:** Staff are effectively managing compliance and other tasks with minor issues in compliance being addressed. Reports are being completed promptly according to requirements. Motion to approve medical staff report approved and seconded. Motion passed.
- VI. **Medical Staff Privileges – Medical Staff privileges were approved for the following providers:**
  - Bevan Choate, MD
  - Michael Stone, MD
  - Tamara Vaught, CRNA
  - Erin Mann, APRN-FNP-C
  - Timothy Hale, CRNA
  - Nathan Schafer, CRNA
  - Zachary Ellis, DDS (Re-Appointment)
  - Krishna Ayyagari, MD (Re-Appointment)
  - Stephanie Crawford, NP (Re-Appointment)
  - Mark Salcone, DO (Re-Appointment)
  - Nikolay Azarov, MD (Re-Appointment)
  - Kasey Ramirez, NP (Re-Appointment)

One provider submitted resignation

- Bina Mustafa, MD

Motion to approve Medical Staff Privileges approved and seconded. Motion passed.

**VII. Strategic Initiatives – Nancy Cooke:**

- a. **Update on Plans to Construct New Clinic and Other Space as needed for Hospital District growth:** Construction is progressing well with plans for a building walkthrough. Concerns about a December completion deadline, but it does seem achievable. There are issues with water well production being addressed by consulting with engineers. The originally planned installation for GE equipment is delayed from November 10<sup>th</sup> to early December but will not impact on the opening schedule. The elevators have received final inspections and approvals. Positions are posted for hiring and training new staff members, including three positions for EVS and additional call center staff. EMS related materials are expected to be shipped this week, and final touch-ups are being completed. Motion to approve update on plans to construct new clinic and other space as needed for hospital district growth approved and seconded. Motion passed.
- b. **Updates on other initiatives:** None
- c. **Proposal from VGA architects to update master plan:** Discussion on the proposal from VGA architects to update the master plan, with focus on optimizing space utilization and addressing future needs. The current office space configuration does not maximize efficiency for clinical services, prompting consideration for relocating office spaces to better serve patients. A need was identified for additional pre- and post-surgical beds, and more support space for surgical services due to current and anticipated operational requirement for orthopedic cases. The architects are tasked to come back and adjust the master plan to include discussions with operational teams like OR staff regarding their needs. Motion to approve proposal from VGA architects to update master plan approved and seconded. Motion approved.
- d. **Recognition Wall:** Discussed adding a recognition wall in Building 2 for donors. The cost of the wall is estimated at \$25,000. The location for the donor wall is suggested near a staircase inside the entrance, with potential levels of recognition to be set. Motion to approve Recognition wall was approved and seconded. Motion approved.

**VIII. Quality Assurance / Patient Safety Report – Amy Miramontes:** The Patient Safety Committee met on October 20<sup>th</sup> and reviewed various reports and policies, documented ongoing improvement in safety metrics, and increased general performance while approving the updated quality assurance report. No falls reported, no sentinel events, and two grievances handled in the emergency room for September. Documentation of provider discharge summaries, H&P's and operative reports are trending positively. A significant reduction reported in employee injuries from five injuries to one in September. The goal was met of transferring acute heart attack patients within 45 minutes. An increase noted in unexpected ER departures in September due to issues that stemmed from Scenic Mountain Medical Center lack of CT availability, despite this, patient discharge goals were met. Nursing is performing well at assessing and managing pain with specific medication orders. The Emergency Department had 2 patients screened as high risk for suicide in September that were monitored effectively under one-to-one observation with proper physician orders. Continued improvements in notifying providers of critical values within 30 minutes. Motion to approve Quality Assurance/Patient Safety Report approved and seconded. Motion passed.

**IX. Discussion and Possible Actions on Policies, Policy Log - Amy Miramontes:** Three revised policies, Patient Identification, Medication Error Reporting and Hazardous Drug Reporting were unanimously approved following committee recommendations. Motion to approve Policy Log approved and seconded. Motion passed.

**X. Department Reports**

- a. **Home Health:** The Home Health Department maintains adequate staffing for current patient volumes while dealing with recruitment challenges amidst high patient referrals. Home Health currently has 35 patients with 88 referrals received in the quarter of which 22 were admitted. There is a current job posting for an administrator and a marketer position is planned to be hired after the hiring of the administrator. Motion to approve the Home Health Report and seconded. Motion passed.
- b. **Clinic Report:** The clinic's operation reflects strong growth, influenced by new providers and successful community outreach programs, leading to favorable satisfaction scores. With new providers like Dr. Darnell and upcoming addition of Dr. Choate (urologist) in January, the clinic expects to consistently meet patient demands. Community outreach initiatives, such as flu vaccine drives, have been successful with positive responses noted. The diabetes education program is progressing well, and the chronic care management program has doubled its patient count since August, aiming for 50 to 75 patients by year end. The AI scheduling system is live since last month, facing initial challenges but shows improvement. Plans are underway to hire two additional personnel for the call center to ensure calls are answered promptly, minimizing AI use. Quality metrics for Quarter 3 show patient satisfaction meeting the goal of 90% or higher, with improved diabetic care measures. Motion to approve the Clinic Report and seconded. Motion passed.

**XI. Equipment - Nancy Cooke: None**

- XII. Positive Pay Agreement FNB – Tonya Glisan:** Explanation of the Positive Pay Agreement, specifically for the operating account related to accounts payable checks. The plan includes a one-time setup fee of \$1,500 and a monthly service fee of \$500. Exceptions incur a fee when special check runs are made on days other than Thursday. The costs are seen as manageable with the banking control reinforcing existing daily checks. Motion to approve the Positive Pay Agreement FNB and seconded. Motion passed.

- XIII. Update to Bank Signature Cards:** A motion to update the bank signature card to add Jason Menefee, COO to ensure stronger operational resilience. Motion to approve update to Bank Signature card and seconded. Motion passed.

**XIV. Contracts:**

- Calvin Cargill, M.A., M.D., FAAFP
- Mark Salcone, DO
- Hima Parchuri, DO
- TruBridge – Contract with TruBridge was extended amidst assurances of favorable fee structures and improved upfront collections, supporting financial optimization goals. The extension will be through December 2026; this includes free contract management services which aims to set up contracts for proper payments.

Motion to approve TrueBridge contract and seconded. Motion passed.

- XV. CFO Report – Tonya Glisan:** Ms. Glisan was nominated and accepted a seat on the Hospice of Midland Endowment Board. Reviewing September 2025 financials, the board noted strengths in total cash position and net income while ongoing transitions to new bank accounts addressed fraudulent issues and emphasized organizational vigilance.

- Cash on Hand 696 days
- Total Cash & Investments: \$77 million
- Tax Revenue: \$32.1 million collected to date
- Operating Loss: (\$620 million)
- Net Income: \$2.1 million year to date
- AR Days: 73 (steady monthly decline)

Motion to approve CFO report was approved and seconded. Motion passed.

XVI. **Administrative Report – Nancy Cooke:** Mrs. Cooke will be attending Commissioners’ court and invites the board to attend as well to hear presentations about the Mental Health facility in Midland/Odessa area. A county wide disaster drill is scheduled for November 18<sup>th</sup>. Eric Rodriguez has been praised for his role in organizing the disaster drill. Employee town hall sessions are scheduled for the week of November 3<sup>rd</sup> through the 7<sup>th</sup>. Strategic planning involves input from senior leadership and managers to guide the organization for the next three to five years. Plans will eventually be presented for approval. Motion to approve Administrative Report approved and seconded. Motion passed.

XVII. **Executive Session:**

- a. **Texas Government Code 551.071: Consultation with Attorney**
- b. **Texas Government Code 551.074: Personnel Matters**

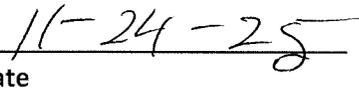
XVIII. **Return to Open Session: 1:03p.m.**

- Calvin Cargill, M.A., M.D., FAAFP
- Mark Salcone, DO
- Hima Parchuri, DO

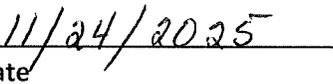
Motion to approve contracts as presented and seconded. Motion passed.

XIX. **Adjourn Meeting: 1:23 p.m.**

  
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Morgan Cox, Board President

  
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Date

  
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John Myrick, Board Secretary

  
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Date