

HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY
Kingman Regional Medical Center
NOTE ROOM CHANGE TO MOHAVE CONFERENCE ROOMS A and B
3269 Stockton Hill Road Kingman, Arizona 86409
AGENDA March 12, 2024

Pursuant to A.R.S. § 38- 431.02, notice is hereby given to the members of the Hospital District Number One of Mohave County Board Members, and to the general public, that the Hospital District Number One of Mohave County Board will hold a meeting, open to the public, on Tuesday, March 12, 2024 at 4:00pm. The meeting will be held at Kingman Regional Medical Center, **Mohave Conference Rooms A and B**, 3269 Stockton Hill Road, Kingman Arizona. Board members or other participants may attend by telephonic conference. As indicated in the following agenda, the Governing Board may vote to go into executive session, which will not be open to the public, to discuss certain matters. The agenda for the meeting is as follows:

- I. **CALL TO ORDER – Board Chair Holden**
- II. **ROLL CALL OF THE HOSPITAL DISTRICT BOARD MEMBERS – Board Chair Holden**
- III. **SUMMARY OF CURRENT EVENTS BY HOSPITAL LEADERSHIP (INFORMATION ONLY. IF ACTION IS REQUIRED MUST BE PLACED ON A SUBSEQUENT AGENDA)**
 - A. **Presentation by KRMC CEO, Heath Evans**
- IV. **FINANCIAL MATTERS AND REPORTS**
 - A. Oral Report of the monthly Hospital District Financial Statements for December 2023 and January 2024 and the County’s Fund Balance Reports for December 2023 and January 2024. **Presenter: Mr. Barry Moore. Pages 1-8**
 - B. Discussion and Possible Action regarding Approval of the Hospital District’s Proposed Budget for Fiscal year ending June 30, 2025. **Presenter: Mr. Barry Moore. Page 9**
- V. **NEW BUSINESS**
 - A. Discussion and Possible Action regarding moving the remainder of the 2024 Hospital District Board meetings to quarterly, e.g. July 2nd and November 12th. **Presenter: Board Chair Holden. No Attachment**

- B. Discussion and Possible Action regarding the Gust Rosenfeld Confidential Attorney – Client Privileged Communication (email) dated February 2021. **Presenter: Board Chair Holden. No Attachment. Please bring your copy of the email to the meeting – no copies of the letter will be distributed.**
- C. Discussion and Possible Action regarding changing attorney firms from Gust Rosenfeld (located in Tucson, AZ) to Tom Price (located in Kingman, AZ.) **Presenter: Board Chair Holden. No Attachment**

VI. UNFINISHED BUSINESS

- A. Discussion and Possible Action regarding the official transcript of the minutes and appointment of the Recording Secretary to the Board. **Presenter: Board Chair Holden. No Attachment**
 - A.1. Discussion of function and agreement the Board has with the Recording Secretary of the Board. **Requested by Board Members: Newmyer and Valentine. No Attachment**
 - A.2. Discussion and Possible Action to establish a policy that the Recording Secretary is to follow on the distribution and requests for documents. A policy needs to be established and followed. **Requested by Board Members: Newmyer and Valentine. No Attachment**
- B. Discussion and possible action regarding the approval of the Regular Session Board Minutes of December 5, 2023. **All Board Members. Pages 10-18**
- C. Discussion and Possible Action regarding the Approval of the Regular Session Board Minutes of January 9, 2024. **All Board Members. Pages 19-31**
- D. Discussion and Possible Action to remove Mrs. Holden from the chairperson position – **Requested by Board members: Newmyer and Valentine**

VII. CALL TO THE PUBLIC

Consideration and discussion of comments from the public. Those wishing to address the District Board need not request permission in advance. The District Board is not permitted to discuss or take action on any item raised in the call to the public. However, individual Board members may be permitted to respond to criticism directed to them. Otherwise, the Board may direct that staff review the matter or that the matter be placed on a future agenda. The District Board cannot discuss or take legal action on any issue raised during the Call to the Public due to restrictions of the Open Meeting Law.

Individuals wishing to speak during Call to the Public will have 3 minutes to address the District Board. Prior to speaking, please state your name, city and state.

VIII. ADJOURNMENT

Notice: Persons with a disability may request a reasonable accommodation by contacting the Hospital District at 928.757.0602.

CERTIFICATION OF POSTING OF NOTICE

The undersigned hereby certifies that a copy of the attached notice will be duly sent to the Mohave County Board of Supervisors on March 11, 2024, for posting on their public information board. Also, notice will be posted at 3269 Stockton Hill Road (Main Entrance to KRMC) in Kingman, Arizona on March 11, 2023 and on the District's Webpage: azkrmc.com/about-krmc/hospital-district-number-one-mohave-county in accordance with the statement filed by the Hospital District Number One of Mohave County.

March 11, 2024

Penny Holden
Chairman

Catherine Furtado
Recording Secretary/Custodian of Records

**Hospital District 1 of Mohave County
Balance Sheet Summary
For Period End 12/31/2023**

	Prior Fiscal Year Begin Balance	11/30/2023 Balance to Date	12/31/2023 Balance to Date	Fiscal Year Net Change	Last Year Year to Date
CURRENT ASSETS					
CASH	1,254,749	2,450,334	2,655,042	1,400,292	1,200,000
SHORT TERM INVESTMENTS	0	0	0	0	0
ALLOWANCE ON TREAS INVESTMENTS	0	0	0	0	8
PREPAID EXPENSES	0	0	0	0	0
PREPAID RENT	0	0	0	0	0
OTHER CURRENT ASSETS	0	0	0	0	0
TOTAL CURRENT ASSETS	1,254,749	2,450,334	2,655,042	1,400,292	1,200,008
PROPERTY PLANT AND EQUIPMENT					
LAND	49,348	49,348	49,348	0	0
LAND IMPROVEMENTS	755,360	755,360	755,360	0	0
BUILDINGS	0	0	0	0	0
BUILDING IMPROVEMENTS	8,393,327	8,393,327	8,393,327	0	0
EQUIPMENT	8,456,239	8,456,239	8,456,239	0	0
CONSTRUCTION IN PROGRESS	0	0	0	0	0
LESS: ACCUM DEPRECIATION	(16,763,194)	(16,817,643)	(16,828,632)	(65,338)	(73,238)
PP&E NET	891,080	836,631	825,742	(65,338)	(73,238)
OTHER ASSETS					
RENT RECEIVABLE-KRMC	200,440	4,865	(66)	(200,506)	0
LEASE RECEIVABLES	12,409,438	11,623,678	11,457,780	(951,658)	(994,294)
TOTAL OTHER ASSETS	12,609,878	11,628,543	11,457,714	(1,152,164)	(994,294)
TOTAL ASSETS	14,755,707	14,915,508	14,938,498	182,790	132,476
LIABILITIES AND FUND BALANCE					
CURRENT LIABILITIES					
ACCOUNTS PAYABLE	976,562	976,562	976,562	0	0
CURR PORTION DEFERRED INCOME	0	0	0	0	0
DEFERRED INFLOW OF RESOURCES	14,767,317	13,981,557	13,815,659	(951,658)	(994,294)
TOTAL CURRENT LIABILITIES	15,743,879	14,958,119	14,792,221	(951,658)	(994,294)
OTHER LIABILITIES AND FUND BALANCE					
DEFERRED RENTAL INCOME	0	0	0	0	0
CONTRIBUTED CAPITAL	208,613	208,613	208,613	0	0
CHANGE IN NET ASSETS	0	(945,562)	(1,134,449)	(1,134,449)	(1,126,770)
RETAINED EARNINGS	(1,196,785)	(1,196,785)	(1,196,785)	0	0
TOTAL LIABILITIES AND FUND BALANCE	14,755,707	14,915,509	14,938,498	182,791	132,476

**Hospital District 1 of Mohave County
Statement of Revenue and Expenses
AS OF PERIOD END 12/31/2023**

	12/31/2023 CURR MONTH	11/30/2023 PRIOR MONTH	CHANGE	CURRENT YEAR YTD	PRIOR YEAR YTD	YEAR TO DATE CHANGE
INCOME						
LEASE INCOME	165,898	165,403	495	951,658	994,294	(42,636)
MISCELLANEOUS INCOME	0	0	0	0	0	0
TOTAL INCOME	165,898	165,403	495	951,658	994,294	(42,636)
EXPENSES						
FEES-SECRETARY	0	0	0	500	0	500
FEES-LEGAL	224	0	224	4,619	3,284	1,335
FEES-AUDIT	0	0	0	0	0	0
ELECTIONS	0	0	0	0	0	0
OTHER PROFESSIONAL SERVICES	0	0	0	0	0	0
DEPRECIATION	10,890	10,890	0	65,338	73,238	(7,901)
COMMUNITY DONATIONS	0	0	0	0	0	0
OFFICE SUPPLIES	0	0	0	364	0	364
WEBSITE EXPENSES	0	0	0	0	0	0
TOTAL EXPENSES	11,114	10,890	224	70,821	76,522	(5,702)
OTHER INCOME						
LEASE INTEREST INCOME	34,102	34,597	(495)	248,342	205,706	42,636
INTEREST INCOME-INVESTMENT	0	0	0	0	0	0
EXPENSE REIMBURSEMENT-KRMC	0	0	0	5,259	3,284	1,975
GAIN/LOSS ON SALE OF ASSET	0	0	0	0	0	0
TOTAL OTHER INCOME	34,102	34,597	(495)	253,601	208,990	44,611
REALIZED GAIN/LOSS ON INVESTMENT	0	10	(10)	11	0	11
UNREALIZED GN/LS ON INVESTMENT	0	0	0	0	8	(8)
NET INCOME	188,886	189,120	(234)	1,134,449	1,126,770	7,680

**Trial Balance
December 31, 2023**

<u>All</u>	<u>This Year</u>	<u>Last Year</u>	<u>Change</u>
1011 Cash	2,655,041.59	1,252,725.60	(1,402,315.99)
1089 Allowance On Lehman Brothers	0.00	(38,728.12)	(38,728.12)
1095 Cash Clearing System	0.00	0.00	0.00
1099 EFT Clearing	0.00	0.00	0.00
1200 Accounts Receivable	0.00	0.00	0.00
1222 Lease Receivable Current Portion	0.00	0.00	0.00
1225 Lease Receivable	11,457,779.72	12,811,477.98	1,353,698.26
1230 Rent Receivable-KRMC	(65.72)	0.00	65.72
1231 Receivable Other	0.00	0.00	0.00
1235 Prepaid Expenses	0.00	0.00	0.00
1705 Land	49,347.61	49,347.61	0.00
1711 Land Improvements	755,360.34	755,360.34	0.00
1712 Buildings	0.00	0.00	0.00
1713 Building Improvements	8,393,326.66	8,393,326.66	0.00
1715 Fixed Equipment	8,456,239.29	8,456,239.29	0.00
1718 Major Moveable Equipment	0.00	0.00	0.00
1751 Accum Depr - Land Improv	(753,990.35)	(752,530.61)	1,459.74
1752 Accum Depr - Buildings	(6,847,316.32)	(6,760,422.64)	86,893.68
1753 Accum Depr - Building Improv	(8,320,370.26)	(8,278,047.34)	42,322.92
1755 Accum Depr - Fixed Equipment	(906,855.69)	(906,855.69)	0.00
1758 Accum Depr - Major Moveable Equip	0.00	0.00	0.00
2101 Accounts Payable Other	(976,562.00)	(958,826.89)	17,735.11
2310 Deferred Inflow of Resource	(13,815,658.72)	(14,757,839.98)	(942,181.26)
2393 Deferred Rental Income	0.00	0.00	0.00
2900 Donated Property	(208,613.01)	(208,613.01)	0.00
2950 Retained Earnings (inactive account)	0.00	0.00	0.00
3000 Net Assets	1,196,785.28	2,070,155.66	873,370.38
4000 Lease Income	(951,658.28)	(994,294.02)	(42,635.74)
4030 Expense Reimbursement	(5,259.16)	(3,284.00)	1,975.16
5110 Lease Interest Income	(248,341.72)	(205,705.98)	42,635.74
5200 Realized Gain/Loss on Investment	(10.59)	0.00	10.59
5300 Unrealized Gain/Loss on Investment	0.00	(7.54)	(7.54)
5400 Gain/Loss on Sale of Assets	0.00	0.00	0.00
7401 Office Supplies	364.16	0.00	(364.16)
7403 Website Expenses	0.00	0.00	0.00
7680 Community Donations	0.00	0.00	0.00
8001 Fees - Secretary	500.00	0.00	(500.00)
8003 Fees - Legal	4,619.00	3,284.00	(1,335.00)
8005 Fees - Audit	0.00	0.00	0.00
8010 Fees - Other Professional Services	0.00	0.00	0.00
8040 Fees - Election	0.00	0.00	0.00
8071 Depreciation Exp Land Improvemnt	729.87	729.87	0.00
8072 Depreciation Exp Buildings	43,446.84	51,347.35	7,900.51
8073 Depreciation Exp Build Improvmnt	21,161.46	21,161.46	0.00
8075 Depreciation Exp Fixed Equipment	0.00	0.00	0.00
8078 Depreciation Exp Major Moveable	0.00	0.00	0.00
Total	0.00	0.00	0.00

Fund Balance Report

Starting 12/1/23 Ending 12/31/23
 Funds 6357667

Account	Description	Debits	Credits	Balance
Date	Reference			
Fund 6357667 Hospital District #1				
6357667-11001	Cash w/Treas			Beginning Balance
12/7/23	HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY	\$204,931.19		\$2,450,334.40
12/12/23	JE 11853 / Warrants / more]		(\$224.00)	\$2,655,265.59
				\$2,655,041.59
		Ending Balance	(\$224.00)	\$2,655,041.59
6357667-21001	Fund Balance			Balance Forward
				(\$1,254,749.28)
6357667-33001	Interest on Treasurer's Invest			Balance Forward
				(\$10.59)
6357667-36050	Misc County Rects & Reimb			Balance Forward
				\$0.00
6357667-36085	"Rent ,sales & Misc. Receipts"			Beginning Balance
12/7/23	HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY		(\$204,931.19)	(\$1,200,833.69)
				(\$1,405,764.88)
		Ending Balance	(\$204,931.19)	(\$1,405,764.88)
6357667-41002	Warrant Redeemed			Beginning Balance
12/12/23	JE 11853 / Warrants / more]	\$224.00		\$5,259.16
				\$5,483.16
		Ending Balance	\$0.00	\$5,483.16
6357667-42002	Misc Disbursements			Balance Forward
				\$0.00
6357667-51001	Rev Trans			Balance Forward
				\$0.00
6357667-52001	Exp Trans			Balance Forward
				\$0.00
	Hospital District #1			Starting Balance
				\$0.00
				Ending Balance
				\$0.00

**Hospital District 1 of Mohave County
Balance Sheet Summary
For Period End 1/31/2024**

	Prior Fiscal Year Begin Balance	12/31/2023 Balance to Date	1/31/2024 Balance to Date	Fiscal Year Net Change	Last Year Year to Date
CURRENT ASSETS					
CASH	1,254,749	2,655,042	2,855,042	1,600,292	441,173
SHORT TERM INVESTMENTS	0	0	0	0	0
ALLOWANCE ON TREAS INVESTMENTS	0	0	0	0	8
PREPAID EXPENSES	0	0	0	0	0
PREPAID RENT	0	0	0	0	0
OTHER CURRENT ASSETS	0	0	0	0	0
TOTAL CURRENT ASSETS	1,254,749	2,655,042	2,855,042	1,600,292	441,181
PROPERTY PLANT AND EQUIPMENT					
LAND	49,348	49,348	49,348	0	0
LAND IMPROVEMENTS	755,360	755,360	755,360	0	0
BUILDINGS	0	0	0	0	0
BUILDING IMPROVEMENTS	8,393,327	8,393,327	8,393,327	0	0
EQUIPMENT	8,456,239	8,456,239	8,456,239	0	0
CONSTRUCTION IN PROGRESS	0	0	0	0	0
LESS: ACCUM DEPRECIATION	(16,763,194)	(16,828,532)	(16,839,422)	(76,228)	(84,128)
PP&E NET	891,080	825,742	814,852	(76,228)	(84,128)
OTHER ASSETS					
RENT RECEIVABLE-KRMC	200,440	(66)	(66)	(200,506)	0
LEASE RECEIVABLES	12,409,438	11,457,780	11,291,385	(1,118,053)	(1,160,010)
TOTAL OTHER ASSETS	12,609,878	11,457,714	11,291,319	(1,318,559)	(1,160,010)
TOTAL ASSETS	14,755,707	14,938,498	14,961,213	205,505	(802,957)
LIABILITIES AND FUND BALANCE					
CURRENT LIABILITIES					
ACCOUNTS PAYABLE	976,562	976,562	976,562	0	(958,827)
CURR PORTION DEFERRED INCOME	0	0	0	0	0
DEFERRED INFLOW OF RESOURCES	14,767,317	13,815,659	13,649,264	(1,118,053)	(1,160,010)
TOTAL CURRENT LIABILITIES	15,743,879	14,792,221	14,625,826	(1,118,053)	(2,118,837)
OTHER LIABILITIES AND FUND BALANCE					
DEFERRED RENTAL INCOME	0	0	0	0	0
CONTRIBUTED CAPITAL	208,613	208,613	208,613	0	0
CHANGE IN NET ASSETS	0	(1,134,449)	(1,323,559)	(1,323,559)	(1,315,880)
RETAINED EARNINGS	(1,196,785)	(1,196,785)	(1,196,785)	0	0
TOTAL LIABILITIES AND FUND BALANCE	14,755,707	14,938,498	14,961,213	205,506	(802,957)

**Hospital District 1 of Mohave County
Statement of Revenue and Expenses
AS OF PERIOD END 1/31/2024**

	1/31/2024 CURR MONTH	12/31/2023 PRIOR MONTH	CHANGE	CURRENT YEAR YTD	PRIOR YEAR YTD	YEAR TO DATE CHANGE
INCOME						
LEASE INCOME	166,395	165,898	496	1,118,053	1,160,010	(41,957)
MISCELLANEOUS INCOME	0	0	0	0	0	0
TOTAL INCOME	166,395	165,898	496	1,118,053	1,160,010	(41,957)
EXPENSES						
FEES-SECRETARY	0	0	0	500	0	500
FEES-LEGAL	0	224	(224)	4,619	3,284	1,335
FEES-AUDIT	0	0	0	0	0	0
ELECTIONS	0	0	0	0	0	0
OTHER PROFESSIONAL SERVICES	0	0	0	0	0	0
DEPRECIATION	10,890	10,890	0	76,228	84,128	(7,901)
COMMUNITY DONATIONS	0	0	0	0	0	0
OFFICE SUPPLIES	0	0	0	364	0	364
WEBSITE EXPENSES	0	0	0	0	0	0
TOTAL EXPENSES	10,890	11,114	(224)	81,711	87,412	(5,702)
OTHER INCOME						
LEASE INTEREST INCOME	33,605	34,102	(496)	281,947	239,990	41,957
INTEREST INCOME-INVESTMENT	0	0	0	0	0	0
EXPENSE REIMBURSEMENT-KRMC	0	0	0	5,259	3,284	1,975
GAIN/LOSS ON SALE OF ASSET	0	0	0	0	0	0
TOTAL OTHER INCOME	33,605	34,102	(496)	287,206	243,274	43,932
REALIZED GAIN/LOSS ON INVESTMENT	0	0	0	11	0	11
UNREALIZED GN/LS ON INVESTMENT	0	0	0	0	8	(8)
NET INCOME	189,110	188,886	224	1,323,559	1,315,880	7,680

Trial Balance
January 31, 2024

<u>All</u>	<u>This Year</u>	<u>Last Year</u>	<u>Change</u>
1011 Cash	2,855,041.59	493,898.73	(2,361,142.86)
1089 Allowance On Lehman Brothers	0.00	(38,728.12)	(38,728.12)
1095 Cash Clearing System	0.00	0.00	0.00
1099 EFT Clearing	0.00	0.00	0.00
1200 Accounts Receivable	0.00	0.00	0.00
1222 Lease Receivable Current Portion	0.00	0.00	0.00
1225 Lease Receivable	11,291,384.92	12,645,762.31	1,354,377.39
1230 Rent Receivable-KRMC	(65.72)	0.00	65.72
1231 Receivable Other	0.00	0.00	0.00
1235 Prepaid Expenses	0.00	0.00	0.00
1705 Land	49,347.61	49,347.61	0.00
1711 Land Improvements	755,360.34	755,360.34	0.00
1712 Buildings	0.00	0.00	0.00
1713 Building Improvements	8,393,326.66	8,393,326.66	0.00
1715 Fixed Equipment	8,456,239.29	8,456,239.29	0.00
1718 Major Moveable Equipment	0.00	0.00	0.00
1751 Accum Depr - Land Improv	(754,111.99)	(752,652.25)	1,459.74
1752 Accum Depr - Buildings	(6,854,557.45)	(6,767,663.77)	86,893.68
1753 Accum Depr - Building Improv	(8,323,897.17)	(8,281,574.25)	42,322.92
1755 Accum Depr - Fixed Equipment	(906,855.69)	(906,855.69)	0.00
1758 Accum Depr - Major Moveable Equip	0.00	0.00	0.00
2101 Accounts Payable Other	(976,562.00)	(0.02)	976,561.98
2310 Deferred Inflow of Resource	(13,649,263.92)	(14,592,124.31)	(942,860.39)
2393 Deferred Rental Income	0.00	0.00	0.00
2900 Donated Property	(208,613.01)	(208,613.01)	0.00
2950 Retained Earnings (inactive account)	0.00	0.00	0.00
3000 Net Assets	1,196,785.28	2,070,155.66	873,370.38
4000 Lease Income	(1,118,053.08)	(1,160,009.69)	(41,956.61)
4030 Expense Reimbursement	(5,259.16)	(3,284.00)	1,975.16
5110 Lease Interest Income	(281,946.92)	(239,990.31)	41,956.61
5200 Realized Gain/Loss on Investment	(10.59)	0.00	10.59
5300 Unrealized Gain/Loss on Investment	0.00	(7.54)	(7.54)
5400 Gain/Loss on Sale of Assets	0.00	0.00	0.00
7401 Office Supplies	364.16	0.00	(364.16)
7403 Website Expenses	0.00	0.00	0.00
7680 Community Donations	0.00	0.00	0.00
8001 Fees - Secretary	500.00	0.00	(500.00)
8003 Fees - Legal	4,619.00	3,284.00	(1,335.00)
8005 Fees - Audit	0.00	0.00	0.00
8010 Fees - Other Professional Services	0.00	0.00	0.00
8040 Fees - Election	0.00	0.00	0.00
8071 Depreciation Exp Land Improvemnt	851.51	851.51	0.00
8072 Depreciation Exp Buildings	50,687.97	58,588.48	7,900.51
8073 Depreciation Exp Build Improvmnt	24,688.37	24,688.37	0.00
8075 Depreciation Exp Fixed Equipment	0.00	0.00	0.00
8078 Depreciation Exp Major Moveable	0.00	0.00	0.00
Total	0.00	0.00	0.00

Fund Balance Report

Starting 1/1/24 Ending 1/31/24
 Funds 6357667

Account Date	Reference	Description	Debits	Credits	Balance
Fund 6357667 Hospital District #1					
6357667-11001	Cash w/Treas	Beginning Balance			\$2,655,041.59
1/16/24	HOSPITAL DISTRICT #1		\$200,000.00		\$2,855,041.59
		Ending Balance	\$200,000.00	\$0.00	\$2,855,041.59
6357667-21001	Fund Balance	Balance Forward			(\$1,254,749.28)
6357667-33001	Interest on Treasurer's Invest	Balance Forward			(\$10.59)
6357667-36050	Misc County Rects & Reimb	Balance Forward			\$0.00
6357667-36085	"Rent ,sales & Misc. Receipts"	Beginning Balance			(\$1,405,764.88)
1/16/24	HOSPITAL DISTRICT #1			(\$200,000.00)	(\$1,605,764.88)
		Ending Balance	\$0.00	(\$200,000.00)	(\$1,605,764.88)
6357667-41002	Warrant Redeemed	Balance Forward			\$5,483.16
6357667-42002	Misc Disbursements	Balance Forward			\$0.00
6357667-51001	Rev Trans	Balance Forward			\$0.00
6357667-52001	Exp Trans	Balance Forward			\$0.00
	Hospital District #1	Starting Balance			\$0.00
		Ending Balance			\$0.00

**HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY
PROPOSED BUDGET
Fiscal Year Ending June 30, 2025**

	<u>Budget FY 2024</u>	<u>FY 2024 Actual 12/31/2023</u>	<u>Projected YE FY 2024</u>	<u>Proposed Budget FY 2025</u>
Revenues:				
Operating Revenue				
Lease income	2,076,878	951,658	1,903,316	2,066,656
Lease income amortization	-	-	-	-
Total Operating Revenue	<u>\$ 2,076,878</u>	<u>951,658</u>	<u>1,903,316</u>	<u>2,066,656</u>
Expenses:				
Operating Expenses				
Fees-Secretary	500	-	-	-
Fees-Legal	3,000	4,619	9,238	10,000
Fees-Audit	12,000	-	12,000	13,000
Elections	-	-	-	50,000
Other Professional Services	-	-	5,000	5,000
Depreciation	125,462	65,338	125,462	118,212
Community Donations	1,000,000	-	1,000,000	1,000,000
Office Supplies	364	-	728	-
Total Expenses	<u>\$ 1,140,462</u>	<u>70,821</u>	<u>1,152,428</u>	<u>1,196,212</u>
Income from Operations	936,416	880,837	750,888	870,444
Other Income				
Lease Interest Income	323,122	248,342	496,684	-
Other (reimburse admin costs from KRMC)	15,000	5,259	21,966	10,000
Change in unrealized (losses) gains on investments	-	11	22	20
Other non-operating	-	-	-	-
Excess Revenues Over Expenses	<u>\$ 936,416</u>	<u>1,134,449</u>	<u>1,269,560</u>	<u>870,464</u>

MINUTES OF THE HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY
DECEMBER 5, 2023 – H.I. JOHNSON BOARD ROOM
KINGMAN REGIONAL MEDICAL CENTER

DRAFT

PRESENT: Mrs. Penny Holden, Chair Mr. Dave French, Vice Chair
Mrs. Libby Mathiesen Dr. Carol Newmyer
Mr. Dan Valentine

GUESTS: Mr. Joshua Hoffman, KRMC CFO Mr. Kevin Keener, KRMC Finance Director
Mr. Barry Moore, KRMC Controller Ms. Cheryl Porter, KRMC CQO
Mr. David Schott, KRMC CAO Dr. Anthony Santarelli, KRMC Dir Research
Ms. Candice McMillon, KRMC & Sponsored Programs
Finance Analyst

PUBLIC ATTENDEES: Mr. John Holden Mrs. Carol Pearson
Ms. Katie Tacheron Ms. Penny White
Mr. Bill Franzen

TOPIC DISCUSSION/CONCLUSION FOLLOW-UP

CALL TO ORDER

The meeting was called to order at 4:00p.m. by Chair Mrs. Holden.

ROLL CALL OF THE HOSPITAL DISTRICT BOARD MEMBERS

Roll call was taken by Chair Mrs. Holden. All Board members were in attendance, and a quorum was identified.

PRESENTATION OF AUDIT

A. **Discussion and Possible Action regarding the Forvis’ Presentation of the draft 2023 Financial Statement Audit.** The FORVIS June 30, 2023 and 2022 Draft Audit Results, via a Microsoft Teams Meeting, were presented by Mr. Ben Chappell. Highlights included required communications regarding audit strategy and approach, government auditing standards, qualitative aspects of significant accounting policies and procedures, management judgments and accounting estimates, financial statement disclosures, the Forvis judgment about quality of the District’s accounting principles, adjustments identified by the audit as well as proposed and recorded adjustments, specifically Forvis’ recommendation of reversal of improper accrual of audit fees. Following Mr. Chappell’s presentation, Mrs. Holden asked for clarification relative to the reversal of improper accrual audit fees and how these fees will be recorded in future statements. Mr. Moore responded that audit fees for June 2023 and 2022

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 2 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
	<p>will be reported in the final audit report. Mr. Chappell further stated that another entry will be indicated on financials to properly gross up audit accounting fees, but such will not affect the bottom line going forward.</p>	
	<p>ACTION: MOTION MADE BY MRS. MATHIESEN TO APPROVE THE DRAFT AUDIT REPORT AS PRESENTED WITH THE CHANGE NOTED REGARDING IMPROPER ACCRUAL OF AUDIT FEES. DR. NEWMYER SECONDED. ALL IN FAVOR WITH NO OPPOSITION.</p>	
	<p>FOLLOW-UP: A COPY OF THE DRAFT FORVIS AUDIT WILL BE APPENDED TO THESE MINUTES. NO FURTHER ACTION DEEMED NECESSARY.</p>	

CONSIDERATION AND APPROVAL OF MINUTES

- A. **Discussion and Possible Action regarding the approval of the Regular District Board Session Minutes of November 7, 2023.** Prior to approval of the November 7, 2023 Regular Session minutes, Mr. Valentine wished to discuss the inclusion of verbiage in the minutes that was not actually stated during the meeting. The verbiage in question is noted on page 2, line 11 “Following review of the minutes, Mr. Valentine attempted to address the alleged issue with the distribution of the Bylaws Committee Agenda. ‘Mrs. Holden halted further discussion of this issue as it was not a current agenda item.’” Mr. Valentine further objected to the statement included in the minutes on page 3(B) relative to his inquiry into payment for invoices for printer ink. He stated the amount indicated in the minutes was a generalization and that the statement of “The secretary responded that once the ink cartridge package is opened and installed into the printer, environmental factors come into play and, therefore, ink dissipates faster when not used” was not verbally stated as per his printed audio transcript.

ACTION: MOTION MADE BY MR. FRENCH TO APPROVE THE NOVEMBER 7, 2023 MINUTES WITH THE RETRACTION OF THE STATEMENT ON PAGE 2, LINE 11 BEGINNING WITH THE WORD “FOLLOWING” AND ENDING WITH THE WORD “ITEM.” MRS. MATHIESEN SECONDED. ALL IN FAVOR WITH MR. VALENTINE OPPOSED AND DR. NEWMYER ABSTAINING.

ACTION: THERE WAS NO MOTION MADE OR SECONDED TO RETRACT MR. VALENTINE’S SUBSEQUENT OBJECTION TO WORDING IN THE NOVEMBER 7, 2023 MINUTES INDICATED ON PAGE 3(B) BEGINNING WITH THE WORDS “MR. VALENTINE” AND ENDING WITH THE WORDS “NOT USED.”

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 3 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
		FOLLOW-UP: THE SECRETARY WILL ANNOTATE THE NOVEMBER 7, 2023 MINUTES VIA STRICKTHROUGH OF ENTIRE PARAGRAPH ON PAGE 2, BEGINNING WITH LINE 11.

- B. Discussion and Possible Action regarding the approval of the Bylaws Committee Meeting Minutes of November 15, 2023.** Prior to the approval of the minutes of the November 15, 2023 Bylaws Committee meeting minutes, Mr. Valentine addressed the issue he had of having a 5-page handout presented to board members at the meeting and not having the opportunity to review them beforehand and as the Chair had previously stated no handouts were allowed that had not been included in agenda packets. Mrs. Holden countered that his concern was not going to be addressed at this meeting as it was part of an email previously sent to her requesting items be placed on the December 5th agenda. However, because the items were not specific according to Open Meeting Laws, Mrs. Holden sent Mr. Valentine a response email asking for additional clarification to which he did not reply prior to this meeting. Mrs. Holden further stated that all the issues Mr. Valentine wished to address were issues for which he was asked to provide additional clarification.

ACTION: MOTION MADE BY DR. NEWMYER AND SECONDED BY MRS. MATHIESEN TO APPROVE THE MINUTES AS WRITTEN. MR. VALENTINE AND DR. NEWMYER OPPOSED.

FOLLOW-UP: NO FURTHER ACTION DEEMED NECESSARY.

FINANCIAL MATTERS AND REPORTS

- A. Discussion and possible action regarding the monthly Hospital District Financial Statements and County Treasurer's Fund Balance Report(s).** Mr. Moore reported that Cash increased by \$195,463. Cash balance is now at \$2,250,259 as of October 31, 2023. Such resulted from rent income of \$200,000 minus two invoices paid for \$4,537.50 (legal \$4931 + \$500 Professional Fees). Property Plant and Equipment decreased as expected from depreciation. Total accounts payable were reported to be \$976,890. The IGA GME is accrued for \$976,562 which should be paid in December 2023 or January 2024. The payable balance also includes Legal Expense of \$220 and Office supplies of \$108. \$12,000 audit fees were accrued at year-end and reversed off per the Forvis Audit. These will be paid when billed in the fiscal year 2024. Supplies and fees are reimbursed per the lease agreement. With regard to Revenue and Expenses, lease income equaled \$164,910; lease interest income equaled \$35,090; other income equaled \$328 expense

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 4 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
	<p>reimbursements from KRMC; total expenses equaled \$11,218. Net income for October is \$189,110 and fiscal year to date, July through October is \$756,441.</p>	
ACTION:	<p>MOTION MADE BY MRS. MATHIESEN AND SECONDED BY DR. NEWMYER TO APPROVE THE FINANCIAL STATEMENTS AS SUBMITTED. ALL IN FAVOR WITH NO OPPOSITION.</p>	

FOLLOW-UP: No further action deemed necessary.

- B. **Discussion and possible action regarding a potential governmental grant partnership with Kingman Regional Medical Center to help fund research for the Community Health Needs Assessment (CHNA). If accepted by the Grantor, KRMC would receive just under \$8,500.00 to help fund involved research. This is a no-cost partnership to the Hospital District; the Hospital District agrees to partner as a signer on the grant application.** Dr. Anthony Santarelli, the KRMC Director of Research and Sponsored Programs provided an overview, via a slide presentation, relative to the above-stated request. A copy of the slide presentation is appended to these minutes.

Dr. Newmyer asked for clarification regarding:

(1) Who is Vitalyst? Dr. Santarelli responded that Vitalyst is a non-profit health foundation from Maricopa County that provides funding, garnered from large-scale federal grant programs and private donations, to local institutions to do assessments involving policy, system and environmental healthcare needs impacting communities like Mohave County.

(2) Who is to be surveyed and what other information will be garnered to assess healthcare needs? Dr. Santarelli stated information is gathered via integrated healthcare data from state, county, and hospital reports. Physicians will be included in the survey process as will community members and patients. In addition, it is anticipated that surveys will be conducted via patient satisfaction surveys, as well as sit-down interviews with Hospital District Board members and others.

(3) What is expected of the Board, and it is recommended that the Board review the grant? Dr. Santarelli stated he would appreciate the Hospital District Board reviewing the grant to determine if he needs to look for other partners.

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 5 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
(4)	Does a committee need to be formed? Dr. Santarelli stated that a committee may be formed where information can be reviewed, to which Dr. Newmyer expressed an interest in serving on such a committee.	
ACTION:	MOTION MADE BY MR. FRENCH AND SECONDED BY MR. VALENTINE TO APPROVE A NON-MONETARY HOSPITAL DISTRICT PARTNERSHIP WITH KRMC TO HELP FUND THE RESEARCH FOR THE COMMUNITY HEALTH NEEDS ASSESSMENT.	
ACTION:	NO ACTION TAKEN RELATIVE TO A BOARD MEMBER PARTICIPATING IN A COMMITTEE AS DISCUSSED ABOVE.	
ACTION:	NO ACTION TAKEN RELATIVE TO THE BOARD REVIEWING THE GRANT PROPOSAL AS DISCUSSED ABOVE.	
FOLLOW-UP:	NO FURTHER ACTION DEEMED NECESSARY AT THIS TIME BY THE HOSPITAL DISTRICT BOARD.	

NEW BUSINESS

- A. **Discussion and Possible Action regarding Gust Rosenfeld Attorney invoice for a total of \$224.00.** Mr. Valentine requested expansion of what the charge was for to which Mrs. Holden responded: (1) Board issues, (2) Indemnification policy, and (3) Bylaws review.
- ACTION:** MOTION MADE BY DR. NEWMYER AND SECONDED BY MRS. MATHIESEN TO APPROVE THE ATTORNEY'S INVOICE FOR \$224.00. ALL IN FAVOR WITH MR. VALENTINE OPPOSED.
- FOLLOW-UP:** SECRETARY TO PREPARE CHECK FOR SIGNATURE. COPY OF CHECK AND INVOICE TO BE PROVIDED TO MR. MOORE FOR BUDGET RECONCILLATION AND TOO JOEL WITTROCK, COUNTY TREASURER'S OFFICE FOR FRAUD PROTECTION.
- B. **Discussion and Possible Action regarding utilization of an Action Agenda to be posted on the District Board's webpage for public review within 3 days of meetings. Board members will still receive draft minutes within 3 days of meetings. Only approved minutes will be posted on the District Board's webpage within the two-day timeframe stipulated in the Open Meeting Laws.**

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 6 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
ACTION:	MOTION MADE BY MRS. MATHIESEN AND SECONDED BY MR. FRENCH TO APPROVE THE UTILIZATION OF AN ACTION AGENDA FOR WEBPAGE PUBLIC VIEWING. ALL IN FAVOR WITH NO OPPOSITION.	
		FOLLOW-UP: SECRETARY TO HANDLE PREPARATION AND DISTRIBUTION.

UNFINISHED BUSINESS

- A. **Discussion and Possible Action regarding 2024 Calendar for Board Meetings.** Prior to approval, Mr. Valentine requested the meeting date for January be moved to January 2nd rather than January 9th due to a prescheduled commitment. Both the Chair and secretary stated they were not available on January 2nd and that's why the date was moved to the 9th in addition to January 2nd falling the day after a holiday.

ACTION: MOTION MADE BY MR. FRENCH AND SECONDED BY MRS. MATHIESEN TO APPROVE THE CALENDAR AS SUBMITTED IN THE AGENDA PACKET. ALL IN FAVOR WITH MR. VALENTINE OPPOSED.

FOLLOW-UP: SECRETARY TO SEND EMAIL TO KAREN VAN ZANDT, KRMC EXECUTIVE ASSISTANT NOTIFYING HER OF MEETING DATES AND TIMES WITH REQUEST TO UTILIZE THE H.I. JOHNSON BOARD ROOM.

- B. **Discussion and Possible Action regarding scheduling a Bylaws Committee Meeting to possibly finalize revision of Bylaws and recommend referral to attorney for review.**

ACTION: MRS. HOLDEN TO SELECT A FEW DATES FOR A BYLAWS COMMITTEE MEETING AND ASK BOARD MEMBERS TO CHOOSE THE BEST DATE THAT FITS INTO THEIR SCHEUDLE SOMETIME DURING THE MIDDLE OF JANUARY 2024.

FOLLOW-UP: DATE FOR BYLAWS COMMITTEE MEETING PENDING.

SUMMARY OF CURRENT EVENTS – INFORMATION ONLY (IF ACTION REQUIRED MUST BE PLACED ON SUBSEQUENT AGENDA. No report. However, Mrs. Holden did extend a thank you to those hospital staff members present. Their continued participation and partnership with the District Board is greatly appreciated.

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 7 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
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CALL TO THE PUBLIC

Mrs. Pearson – stated that it seemed as if some board members might not have served on a board before and whenever draft minutes are sent out, additions/deletions are done before a meeting. Board members need to do their homework before meetings to alleviate disagreements.

Mrs. Holden – stated that she has an attorney prepared letter written on her behalf that she wished the secretary to read into the minutes. Therefore, the letter was read and is documented in these minutes verbatim. A copy of the letter will be appended to these minutes.

Dear Mr. Valentine:

I am writing to address your recent behavior at board meetings, which has become increasingly disruptive and detrimental to the board's ability to conduct its business effectively. Your actions have caused significant delays, derailed discussions, and created a hostile environment for other board members and staff. Through your actions, it has become apparent that you are prioritizing your personal interests ahead of community interests.

As a board member, you have a responsibility to uphold the board's mission and values, which include conducting meetings in a respectful and orderly manner. Your behavior has consistently violated these principles, and it is no longer acceptable.

Specifically, I would like to address the following concerns:

Personal Attacks: Your repeated attacks on myself, the secretary, and other board members are inappropriate and unprofessional. These attacks create a toxic atmosphere and make it difficult for board members to focus on the important work of the board.

Disregard for Agenda: Your insistence on introducing topics that are not on the agenda or have not been adequately clarified is disrespectful of the board's process and hinders the orderly flow of meetings.

Failure to Provide Evidence: Your accusations against the board and individual members have been unfounded and unsupported by evidence. Accusations against an individual and the entire board requires substantial evidence. Making such serious allegations without proper substantiation is damaging to the board's reputation and credibility.

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 8 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
	<p>Disregard for Board Procedures: Your attempts to obtain board meeting minutes from hospital staff rather than through the appropriate channels demonstrate a lack of understanding of board procedures. This issue has been addressed on multiple occasions, including at board meetings and the Bylaws Committee meeting on November 15, 2023. As we have discussed in previous board meetings, it is paramount to maintain a clear distinction between the hospital and the hospital district board. We are two separate entities working collaboratively for the best interests of the community. Public perception of our distinct roles is essential.</p>	
	<p>Disregard for Board Requirements and Rules: You emailed me on November 27, 2023 requesting items to be added to the agenda for the December 5, 2023 board meeting. I previously responded to your email, seeking clarification on some of the items you proposed. In accordance with A.R.S. 38-431.02(A), agenda items must be specific and not generic. To date, you have not provided the necessary clarification regarding the items that were initially unclear. As a result, these items were not included on the December 5, 2023 agenda and were not discussed during the meeting. If you wish to have these items considered for an upcoming meeting, please provide the required clarification beforehand.</p>	
	<p>Conflict of Interest: You have sought membership on this board for the purpose of retaliating against the hospital for a perceived injustice to you by the hospital. Your personal grudge against the hospital stemming from a previous matter as a patient has clouded your judgment and led you to prioritize your personal interests over the interests of the community.</p>	
	<p>Your behavior is not only disruptive but also a violation of your oath of office as outlined in A.R.S. 38-231. As a board member, you have a duty of loyalty to the board, which means acting in the best interests of the board and the community. Your actions have consistently demonstrated a disregard for this duty.</p>	
	<p>I urge you to reconsider your approach to board meetings and to conduct yourself in a manner that is respectful, cooperative, and focused on the needs of the community. Your responsibility to the community is to participate in board meetings in a way that prioritizes the best interests of the community, not your personal interests. I implore you to prioritize the community's interests over your own. If you are unable to put the community first while serving on the board, I strongly urge you to</p>	

Hospital District Number One of Mohave County
December 5, 2023 Minutes – Page 9 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
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carefully consider whether this is the right board for you and whether you should tender your immediate resignation.

Respectfully submitted,

Penny Holden

Chair, Hospital District Number One of Mohave County

Following the reading of this letter to Mr. Valentine, Dr. Newmyer asked if he was going to be given the chance to respond to which the secretary replied, “not allowed because it’s Call to the Public.”

ADJOURNMENT

With no further business to discuss, the meeting was adjourned at 4:52p.m.

Respectfully submitted,

Penny Holden
Chair, Hospital District Number One of
Mohave County

Catherine Furtado
Recording Secretary/Custodian of Records
Hospital District Number One of Mohave County

Date Approved:

MINUTES OF THE HOSPITAL DISTRICT NUMBER ONE OF MOHAVE COUNTY
 JANUARY 9, 2024 MEETING – H.I. JOHNSON BOARD ROOM
 KINGMAN REGIONAL MEDICAL CENTER

DRAFT

PRESENT: Penny Holden, Chair Libby Mathiesen
 Carol Newmyer Dan Valentine

EXCUSED: Dave French

GUESTS: Joshua Hoffman, KRMC CFO Kevin Keener, KRMC Finance Director
 Barry Moore, KRMC Controller Cheryl Porter, KRMC CQO
 Krystal Burge, KHI Board Chair

PUBLIC

ATTENDEES: John Holden Carol Pearson
 Katie Tacheron Ed Baumgartner
 Rebecca Foster Penny White
 Bill Franzen

TOPIC DISCUSSION/CONCLUSION FOLLOW-UP

CALL TO ORDER – The Chair, Penny Holden, called the meeting to order at 4:00 p.m.

ROLL CALL OF THE HOSPITAL DISTRICT BOARD MEMBERS – Roll call was taken by the Chair, Penny Holden. As indicated above, Mr. French was excused; however, all other board members were present and a quorum was identified.

CONSIDERATION AND APPROVAL OF MINUTES

ACTION: **MOTION MADE BY MRS. MATHIESEN TO APPROVE THE DECEMBER 5, 2023 REGULAR SESSION BOARD MEETING MINUTES. NO SECOND WAS VOICED. AS NO SECOND WAS VOICED, NEITHER DISCUSSION COULD PROCEED NOR APPROVAL BE OBTAINED.**

FOLLOW-UP: **DEFER DISCUSSION/APPROVAL TO MARCH 5, 2024 REGULAR SESSION BOARD MEETING.**

FINANCIAL MATTERS AND REPORTS

- A. Oral report by Mr. Barry Moore regarding the monthly Hospital District Financial Statements and County Treasurer’s Fund Balance Report(s). Highlights presented were as follows: Assets: Cash on hand increased by \$200,075. Cash balance as of November 30, 2023 was \$2,450,334.

Hospital District Number One of Mohave County
January 9, 2024 Minutes – Page 2 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
	<p>This included rent, reimbursements by KRMC in prior months approved expenses, plus recovery from Lehman Bros, minus two invoices paid for \$327.97. Property, Plant and Equipment decreased as expected from depreciation. Liabilities: Total accounts payable equaled \$976,562. The IGA GME fee is accrued for \$976,562 and should be paid in January 2024. Audit Revenue and Expenses showed lease income at \$165,402 with lease interest income equal to \$34,567 for a total of \$200,000. Other income equaled \$10.00 from Lehman Brothers recovery/gain with total expenses equaling \$10,890. Net Income for November was \$189,120 and Fiscal Year to Date, July through November was \$945,562.</p>	
B.	<p>Mr. Joshua Hoffman reported on the final FORVIS Audit for Kingman Healthcare, Inc., and Subsidiary (D/B/A Kingman Regional Medical Center) Independent Auditor’s Report and Consolidated Financial Statements June 30, 2023 and 2022. Highlights presented were as follows: No significant material changes. Did catch-up on some outstanding Purchase Orders. Operating Income totaled \$4.6 million; Investment Return totaled \$9.3 million and Excess of Revenues Over Expenses for 2022-2023 totaled \$13.8 million for the fiscal year.</p>	
C.	<p>Discussion and Possible Action regarding the (1) final FORVIS Audit for Hospital District Number One of Mohave County Independent Auditor’s Report and Financial Statements June 30, 2023 and 2022. (2) Approve the secretary to forward the Final FORVIS Audit Report to the Clerk of the Board of Supervisors as per Arizona Revised Statute Title 48-251.</p>	

ACTION: MOTION MADE BY MR. VALENTINE AND SECONDED BY DR. NEWMYER TO ALLOW THE SECRETARY TO FORWARD THE FINAL FORVIS AUDIT REPORT TO THE CLERK OF THE BOARD OF SUPERVISORS AS PER ARIZONA REVISED STATUTE TITLE 48-251. ALL IN FAVOR WITH NO OPPOSITION.

FOLLOW-UP: SECRETARY TO FORWARD AUDIT TO CLERK OF THE BOARD OF SUPERVISORS PER ARIZONA STATUTE TITLE 48-251.

NEW BUSINESS

- A. **Discussion and Possible Action** regarding the Attorney Invoice for \$467.50.

ACTION: MOTION MADE BY MRS.MATHIESEN TO PAY THE ATTORNEY INVOICE OF \$467.50. NO SECOND WAS VOICED. AS NO

Hospital District Number One of Mohave County
 January 9, 2024 Minutes – Page 3 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
	SECOND WAS VOICED NEITHER DISCUSSION COULD PROCEED NOR APPROVAL BE OBTAINED.	
FOLLOW-UP:	DEFER DISCUSSION/APPROVAL TO MARCH 5, 2024 REGULAR SESSION BOARD MEETING.	
B.	Discussion and Possible Action regarding upcoming Hospital District Board elections. Three positions are up for re-election; therefore, the Board may want to place an advertisement in the local newspaper asking for Hospital District Number One eligible electors to consider applying for a Hospital District Board position.	
ACTION:	MOTION MADE BY MRS. MATHIESEN AND SECONDED BY DR. NEWMYER TO ALLOW PLACEMENT OF AN ADVERTISEMENT IN THE LOCAL NEWSPAPER ASKING FOR HOSPITAL DISTRICT NUMBER ONE ELIGIBLE ELECTORS TO CONSIDER APPLYING FOR A HOSPITAL BOARD POSITION. ALL IN FAVOR WITH MR. VALENTINE OPPOSED.	
FOLLOW-UP:	BOARD CHAIR AND SECRETARY TO HANDLE NEWSPAPER ADVERTISEMENT.	
C.	Discussion and Possible Action regarding paperwork that will come from the Elections Office (Allen Tempert) allowing the secretary and the chair to perform the necessary requirements to meet the deadlines for this upcoming election. Mrs. Holden stated that this request is based upon election laws rather than a specific request from her. Mrs. Holden further stated that she does not know exactly what will be required as this information has not been released by the Elections Office; however, it is anticipated that such should be received by the end of January.	
ACTION:	MOTION MADE BY MRS. MATHIESEN AND SECONDED BY DR. NEWMYER TO APPROVE THE SECRETARY AND CHAIR TO PERFORM THE NECESSARY REQUIREMENTS TO MEET THE DEADLINES FOR THE UPCOMING ELECTION. ALL IN FAVOR WITH NO OPPOSITION.	
FOLLOW-UP:	SECRETARY AND CHAIR TO HANDLE MEETING ELECTION DEADLINES ONCE LETTER FROM ELECTIONS OFFICE IS RECEIVED.	

Hospital District Number One of Mohave County
January 9, 2024 Minutes – Page 4 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
D.	<p>Discussion and Possible Action regarding setting up an Open Meeting Laws training course at our next board meeting. Mrs. Holden reported that the meeting has been set up for the Regular Session of the Board meeting on March 5, 2024. Mr. Danee Garone, staff attorney from the Arizona Ombudsman will make the virtual 75–90-minute presentation. The training session will begin at 4:00 pm and board members will need to make allowances for a longer than usual meeting.</p>	

UNFINISHED BUSINESS

- A. Mrs. Holden reminded board members of the upcoming Bylaws Committee meeting to be held Thursday, January 11, 2024 at 1:00p.m. in the H.I. Johnson Board Room.
- B. Mrs. Holden reported that the Board’s Records Room has been completely set up and organized. No one is to contact any hospital employee for any document requests or for any information regarding the Hospital District Board. All requests must go through the chair.
- C. Mrs. Holden reported that the web page was designed and approved at the November 7, 2023 Regular Session Board Meeting. Other than the secretary and/or chair, no one is to contact hospital employees to make any changes to the web page. All requests must go through the chair. Mrs. Holden then stated that Mr. Valentine’s request to have his picture removed was denied at this time. Mr. Valentine responded that he only wanted to change his current picture for another one, that he was not asking for his picture to be completely removed. Mr. Valentine further stated that he didn’t know Board members didn’t have control over their own personal images as his personal image displayed on the web page was his to which the chair responded the web page design and layout were voted and approved at the November 7th meeting and that included pictures.
- D. Mrs. Holden reported on the December 5, 2023 letter addressed to Mr. Dan Valentine and why it was read during the Call to the Public. Mrs. Holden stated the letter was written because she contacted the attorney, and his instructions were to read the letter during the Call to the Public. Mrs. Holden further stated that she had tried to address the issues at the Bylaws Committee Meeting but to no avail. So, when she contacted the attorney including numerous times, she followed his exact instructions with how to handle the situation. Dr. Newmyer subsequently responded she didn’t agree with that and she didn’t think the reading of the letter was appropriate as the chair is not part of the public and the chair cannot write a letter about another board member and criticize another board member and then read it during the Call to the Public. Mrs. Holden responded to Dr. Newmyer that the Board’s attorney wrote the letter to which Mr. Valentine stated, you went through our attorney to write a letter that has your name on it; who paid for that and who gave you permission to contact the attorney? Mrs. Holden responded that

Hospital District Number One of Mohave County
January 9, 2024 Minutes – Page 5 **DRAFT**

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
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the chair does not need approval to contact the attorney and the bill generated was the bill on the agenda of which payment was deferred. In response to Dr. Newmyer’s comments, Mrs. Mathiesen stated that the Call to the Public allows the public to express concerns to which Dr. Newmyer responded that she understood that; however, this situation was different in that it involved the criticism of a board member who had a right to respond.

A subsequent discussion ensued between Mrs. Holden and Dr. Newmyer relative to Mrs. Holden respectfully telling Dr. Newmyer the letter to Mr. Valentine was none of her concern as she didn’t know all of the involved facts. Dr. Newmyer responded that during the Call to the Public, an individual who is being criticized should be allowed to respond as that is the law and that did not occur for Mr. Valentine. Mrs. Holden responded that she didn’t believe Mr. Valentine asked to be heard, to which Mr. Valentine responded that he wasn’t given the chance as Mrs. Holden immediately adjourned the meeting as can be proved by his in-hand audio transcript. Mrs. Holden then asked if Mr. Valentine would like to respond to the letter of December 5, 2023 to which he replied (1) now you want a response; (2) you’re going to give me some time. Mr. Valentine subsequently stated he had no response at this time because he had to prepare one but one was coming.

SUMMARY OF CURRENT EVENTS – KHI BOARD REPRESENTATIVE(S) AND/OR KRMC CEO OR HIS REPRESENTATIVE(S)

The KHI Board Chair, Krystal Burge, reported that the KHI Foundation completed all of their end-of-the year responsibilities. The KHI/KRMC Christmas party was well attended. KRMC is holding a blood Drive within the next few days.

CALL TO THE PUBLIC

Mr. Ed Baumgartner – The following letter was read by Mr. Baumgartner and is being documented verbatim in these minutes. The letter is as follows:

REPLY TO LETTER READ INTO THE MINUTES OF THE MEETING,
CALL THE PUBLIC AT THE DECEMBER 5, 2023 MEETING.

Before I begin, I have made the following observations from what was said both before and after the reading of the letter directed to me.

QUOTE:

Mrs. Holden says at the beginning of the Call to the Public:

TOPIC	DISCUSSION/CONCLUSION	FOLLOW-UP
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¹“At this time, I have a letter that came from our attorney that I’m going to ask Catherine to read into the minutes so that it’s recorded into the minutes.” These are her words, not mine.

Mrs. Holden says to Catherine Furtado at the end of the reading of the letter:

² Respectfully submitted, Penny Holden, Chair, Hospital District Number One of Mohave County. Then Mrs. Holden states to Mrs. Furtado. “That is a letter from you (meaning Mrs. Furtado), not me or the lawyer. The meeting is adjourned.” Again, these are her words, not mine. With that being said at the meeting I am responding to what was said. **Note:** These are not my words, they are theirs. I have the recording and transcript.

Therefore, my reply is directed at the following people who were involved in this document:

¹ Mrs. Holden, ² Mrs. Furtado, Recording Secretary/Custodian of Records for Hospital District One, Mohave County (HDOMC) and an employee and ¹ Mr., Mrs., or Ms. “Our Attorney” whoever that may be.

¹ Mrs. Holden states that a letter from “our attorney” will be read in the Call to the Public segment of the meeting and entered into the minutes of the December 5, 2023.

- a) “Our attorney does not know Dan Valentine. Any document that was created and gave to Mrs. Holden and Mrs. Furtado is totally and completely based on what somebody told them, period.

- b) Who was involved in this? Mrs. Furtado’s position in this shows that Mrs. Holden was also including her in the conversation, and she is not Board member. Her job and her job only is to record the minutes of the Board meetings, be custodian of records and “such other duties and powers as may be assigned from time to time by the Board of Directors.” This is in plain language in the current bylaws. I didn’t see where the Board of Directors assigned her the task of reading this document in Call to the Public while she was on duty in the capacity of Board Secretary. It was Mrs. Holden that involved her in this issue and again this was mentioned at the meeting¹. These are not my words, they are theirs! The recording of the meeting is readily available. Mrs. Furtado has this information, including the audio recordings of the meeting which she is responsible for.

Now for the most important thing. What does my health have to do with this panel and my health issue(s) and concerns I had with KHI/KRMC? What business has this to do with this board? To make a statement in front of Mr. Dave French, Vice Chair, Mrs.

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Libby Mathiesen, Carol Newmyer, M.D., Carol Pearson, Penny White, Mr. Joshua Hoffman, KRMC CFO, Mr. Kevin Keener, KRMC Finance Director, Mr. Barry Moore, KRMC Controller, Ms. Cheryl Porter, KRMC CQO, Mr. David Schott, KRMC CAO, Dr. Anthony Santarelli, KRMC Director of Research, Ms. Candice McMillon, KRMC & Sponsored Programs, Finance Analyst is absolutely slanderous, defamatory, and definitely violated my right to privacy. I do not know any of these people either personally or professionally and they have no idea who I am. On top of my being subjected to this the personnel of KHI/KRMC including the KHI Board and their Executive staff should have serious issues with being subjected to this. Especially in this forum. To bring KHI’s business to District One is irresponsible. To make a statement that I have a:

“Conflict of Interest”

“You have sought membership on this board for the purpose of retaliating against the hospital for a perceived injustice to you by the hospital. Your personal grudge against the hospital stemming from a previous matter as a patient has clouded your judgment and led you to prioritize your personal interests over the interests of the community.”

There is only one reason and only one reason I am on this Board. In this letter it was stated, “You have sought membership on this board for the purpose of retaliating against the hospital for a perceived injustice to you by the hospital.” For the record there is only one reason that I am presently on this Board. It is because of Mrs. Holden. She convinced me and encouraged me to put in my letter of intent. One item she suggested was, that the Board in 2025 (when we have new 3 new members installed) would be able to review the KHI rental agreement. That of course was debunked recently in at a Board meeting conversation.

I am not the only one that was encouraged to do this. Go to the Board packet of March 7, 2023, and look at page 17. Again, these are not my words. She was the one that conveyed to me more than once she had an issue with KHI/KRMC. One issue was Ivermectin being banned from use on patients with Covid-19 and she was upset over that. Refer to March 1, 2022, HDOMC packet and look at page 4 involving a Mr. McConnell. I wasn’t there, this was before my time, and now I understand Mr. McConnell is not employed at KHI/KRMC anymore.

So, lets discuss the alleged retaliation issue between KHI and me. What could I possibly do to retaliate holding the Board position I have? Why would I want to do this? I am one person in 5 and have little or no influence on anything this Board does. That has been proven more than once. Maybe I could pass a motion to raise the rent? This is so far-fetched that it is hard to understand where this comes from.

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I will not discuss anything in this forum about any health issues I had with KHI/KRMC. That is an issue between me personally and KHI/KRMC and that is of my choosing not Mrs. Holden, Mrs. Furtado nor “Our Attorney.” I discuss my health issues or encounters with whom I choose, and it is nobody’s business on this panel unless I choose to do so. Mr. and Mrs. Holden and I are personal friends, and she knows what happened to me and used this issue to embarrass herself, KHI/KRMC and every person in the room on December 5th, 2023. I know because I am getting the feedback, and nobody I know understands who would do this. The Board I know for a fact, sitting at this table, that there is almost 100 years of professional medical experience in their fields, and they know what I am talking about. You just don’t do things like this.

So how is this issue addressed? Here are a few of the ideas I have come up with.

1. Remember the old adage, “You cannot put toothpaste back in the tube.” I have been damaged by this, along with my family and my friends. The people in that room that day, now have an opinion of me. It would be proper for the Board to investigate the three parties who did this and find out how this got to where it is now. The Board owes that to the public, KHI/KRMC, myself and the others in the room that day.
2. Mrs. Holden’s position on this Board needs to be reviewed by the Board, they need to decide whether she is fit to be in the position of Chairperson.
3. Mrs. Furtado needs to understand that her position is to perform the duties of a recording secretary and custodian of records. She is not to participate in any these meetings unless she is called on by the Board. She is no one person’s personal assistant. She doesn’t take orders from any Board member to do anything out of the scope of her job. Refer back to prior recording secretary and reflect on how she handled things. Imagine Mrs. Mathiesen handing Mrs. Yarush a document like the one that was read on December 5th and asking her to read such a thing to a group of people that were present that day?

Imagine!

In conclusion, and I have said it several times in the past, “I don’t care what we do as a Board, as long as we do it right!” We follow the rules, plain and simple.

Regards,

Dan Valentine, Board Member
Hospital District One of Mohave County, Arizona 86409

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Defined: “Conflict of interest’ means an individual has multiple interests and uses his or her official position to exploit, in some way, his or her position for his or her own direct, unique, pecuniary, and personal benefit.”

The following is a printed audio transcript that Mr. Baumgartner handed to the secretary for the record; this documentation is verbatim:

This is the transcript from the December 5th, 2023, Board of Directors meeting, Hospital District Mohave County. This was during the call to the public when Mrs. Holden Handed a letter (handout) to Mrs. Furtado, Recording Secretary (Board Employee on duty) to read aloud to everybody in the room including KHI staff, the public and the Board itself.

Penny Holden: Call to the public

Is there anybody in the public that would like to? Okay

Carol Pearson: It seems as if some of the board members might not have been on board before because when minutes are sent out it’s requested from the board or the members, however, the group is set up, that you send your changes, your additions, anything that you want to say at that time so when you come to your meeting you don’t have any, you might have little changes, but you don’t have this tremendous disagreement. So, it’s really the responsibility of the board members to do that.

Penny Holden: ¹At this time, I have a letter that came from our attorney that I’m going to ask Catherine to read into the minutes so that it’s recorded into the minutes.

Catherine Furtado: Dear Mr. Valentine, I am writing to address your recent behavior at board meetings, which has become increasingly disruptive and detrimental to the board’s ability to conduct its business effectively. Your actions have caused significant delays, derailed discussions, and created a hostile environment for other board members and staff. Through your actions, it has become apparent that you are prioritizing your personal interests ahead of community interests. As a board member, you have a responsibility to uphold the board’s mission and values, which include conducting meetings in a respectful and orderly manner. Your behavior has consistently violated these principles, and it is no longer acceptable. Specifically, I would like to address the following concerns. Personal attacks. Your repeated attacks on myself, the secretary, and other board members are inappropriate and unprofessional. These attacks create a toxic atmosphere and make it difficult for board members to focus on the important work of the board. Disregard for agenda. Your insistence on introducing topics that are not on the agenda or have not been adequately clarified is disrespectful of the board’s process and hinders the orderly flow of meetings. Failure to provide evidence. Your accusations against the board and individual

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	<p>members have been unfounded and unsupported by evidence. Accusations against an individual and the entire board requires substantial evidence. Making such serious allegations without proper substantiation is damaging to the board’s reputation and credibility. Disregard for board procedures. Your attempts to obtain board meeting minutes from hospital staff rather than through the appropriate channels demonstrate a lack of understanding of board procedures. This issue has been addressed on multiple occasions, including at board meetings and the Bylaws Committee meeting on November 15, 2023. As we have discussed in previous board meetings, it is paramount to maintain a clear distinction between the hospital and the hospital district board. We are two separate entities working collaboratively for the best interests of the community. Public perception of our distinct roles is essential. Disregard for board requirements and rules. You emailed me on November 27, 2023, requesting items to be added to the agenda for the December 5, 2023 board meeting. I previously responded to your email, seeking clarification on some of the items you proposed. In accordance with A.R.S. 38-431.02a, agenda items must be specific and not generic. To date, you have not provided the necessary clarification regarding the items that were initially unclear. As a result, these items were not included on the December 5, 2023 agenda and were not discussed during the meeting. If you wish to have these items considered for an upcoming meeting, please provide the required clarification beforehand.</p> <p>Conflict of interest: You have sought membership on this board for the purpose of retaliating against the hospital for a perceived injustice to you by the hospital. Your personal grudge against the hospital stemming from a previous matter as a patient has clouded your judgment and led you to prioritize your personal interests over the interests of the community. Your behavior is not only disruptive but also a violation of your oath of office as outlined in A.R.S. 38-231. As a board member, you have a duty of loyalty to the board, which means acting in the best interests of the board and the community. Your actions have consistently demonstrated a disregard for this duty. I urge you to reconsider your approach to board meetings and to conduct yourself in a manner that is respectful, cooperative, and focused on the needs of the community. Your responsibility to the community is to participate in board meetings in a way that prioritizes the best interests of the community, not your personal interests. I implore you to prioritize the community’s interests over your own. If you are unable to put the community first while serving on the board, I strongly urge you to carefully consider whether this is the right board for you and whether you should tender your immediate resignation. Respectfully submitted, Penny Holden Chair, Hospital District Number One of Mohave County.</p>	

Penny Holden: ² No, this is a letter from you, not from me or the lawyer. The meeting is adjourned.

Carol Newmyer: He’s not allowed to respond to this?

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Penny Holden: No, because it's an open call to the public.

The following is a letter read by Mr. Bill Franzen that will be documented verbatim in these minutes:

Mr. Bill Franzen –

Call to the Public

My name is Bill Franzen. I have attended these meetings for over a year now.

I have noticed since this summer that the meetings are progressively becoming more and more hostile.

From my perspective and what I have witnessed, the chairperson for this board is hostile, disruptive, rude, unprofessional, and disrespectful. I have now seen this happen with more than one member. This is not how the Board was running prior to Mrs. Holden taking the position.

I have seen the Board chair bully board members, then make remarks quietly to the secretary to only see them both laugh on November 7, 2023.

I was disappointed and appalled at the December 5th meeting when the Mrs. Holden, (the Chair) handed Mrs. Furtado, (the Board Secretary) a letter addressed to Dan Valentine, a Board member. She read the letter out loud during the call to the public and into the record. When Mrs. Furtado finished the letter, Mrs. Holden told the secretary it was a letter from her (meaning Mrs. Furtado, the secretary) not the lawyer or herself, Mrs. Holden. Mrs. Furtado also was speaking in the capacity of the Board appointed recording secretary and was being paid to read that letter out loud to everybody in the boardroom. The meeting was in session at that time if you recall. In that Board room were several KHI employees, Board members, and members of the public and including myself. This should have been covered in private (executive session) if anybody had an issue with any other Board member.

As a member of the public, and a frequent attendee of these Board meetings, in my opinion the Chair in her capacity is not fit to serve on this Board. Previous to her being voted into that position on the Board it was respectful and ran without friction. Being a bully is not a qualification to be a Board chair or member.

Respectfully,

Bill Franzen
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Other members of the public voiced their concerns, and they are documented below, albeit not verbatim but rather summarized/paraphrased.

John Holden: Mr. Holden asked what is the object and end game to a solution? Asked what are we going to do to fix this? All these statements have been made now what is the solution?

Katie Tacheron: Stated she has been attending meetings for the past year and has never seen such bad behavior by people who think they should be on the board. She is disgusted and appalled by the bullying and the only person who has exhibited bullying, disruptive behavior is Mr. Valentine.

Penny White: Stated she has been coming to board meetings for 5 years and was on the board for 4 years. Stated the board is not functioning as it should be with bickering going on. Health care is failing and continues to fail the people. Health care rests right here. This community needs health care and wants health care in the community. Stated no place for growth. Asking this board to step up and work together. In response to Penny White's comments, she was informed that the District Board does not have the authority to address health care issues whether it be patient issues, physician issues, and/or employee issues. This Board is the real estate board only and only the KHI Board can address health care issues relative to patient issues, physician issues and employee issues. Penny White further responded that the District Board was established to address health care issues and if this hospital is not here then how can the community have access to quality health care services for the community.

Krystal Burge: Stated that health care is important in small communities. The Executive Team is here for the patient and community. Trying to take care of that for the community. Both boards are trying to work together to become part of the solution not the problem. She is committed to quality patient care at KRMC and she continues to work to bring the staff competence up to produce that high level of quality health care not only for Kingman but Arizona.

Bill Franzen: Administration does not care. He's talked to the CEO and head of nursing and nothing happens regarding his concerns relative to patient care issues.

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ADJOURNMENT – With no further business to discuss, the meeting was adjourned at 5:53 p.m.

Respectfully submitted,

Penny Holden, Chair

Catherine Furtado, Recording Secretary

Date Approved: