

**SPECIAL MEETING OF
CLINTON HOSPITAL AUTHORITY MINUTES
Wednesday April 16, 2025, 12:00 PM**

A Special Meeting of the Trustees of the Clinton Hospital Authority of the City of Clinton, Oklahoma was held in the Weichel Conference Room of the Clinton Regional Hospital on Wednesday April 16, 2025, 12:00 pm. A notice of this agenda was posted on the bulletin board in the lobby of the Clinton City Hall on April 14, 2025, at 11:30 a.m. and at the Clinton Regional Hospital.

Members Present: Ken Baker, Chairman, Kelly Cornell, Chris Jones, Kevin Wolters; Ernie Dowdell, *Ex Officio*

Members Absent: Tyler Bridges

Chief Executive Officer: Len Lacefield

Chief Operating Officer: Jennifer Sethre

City Manager: Robert Johnston

Secretary/Clerk: Amy Jones

Others: Chasity Richardson, Cris Hickerson, Laura Hostetler, Debra Blanchard, Brenda Jennings, Brendan Price and others.

I. CALL TO ORDER

Chairman Kenneth Baker called meeting to order at 12:08 p.m.

II. Review and Approval of Consent Agenda Item

A. Approval of the Minutes of March 26, 2025, Regular Meeting

The Consent Agenda items were presented for review and approval.

Motion was made by Trustee Kevin Wolters and second by Trustee Chris Jones to approve the Consent Agenda

Chairman Kenneth Baker put in motion roll call vote

Aye: Kevin Wolters, Chris Jones, Kelly Cornell, and Ken Baker

Nay: none

Chairman declared motion carried.

III. BUSINESS ITEMS (Discussion, Consideration, and Possible Action Regarding):

A. Executive Summary

Mr. Len Lacefield, CEO, presented the Executive Summary to the Trustees. He presented information regarding the financial projections, focused programs and targets, recruitment of providers, production numbers, and in-house overall numbers. The information was reviewed and discussed by the Trustees. The report was accepted by the Trustees as information only.

B. Management Services Agreement with Third Avenue West & Asset Purchase Agreement with Rural Health Solution, LLC.

City Manager Robert Johnston stated that he is presenting the Management Services Agreement and the Asset Purchase Agreement to the Authority today as City Attorney Meacham is unavailable. He reminded the Authority Trustees that by a vote of the people there was a mandate given to sell the hospital under certain terms. Now that the due diligence has been completed and agreements have been negotiated based upon the election proposition, we are apparently ready to move forward. The proposed Management Services Agreement with Third Avenue West, LLC and the proposed Asset Purchase Agreement with Rural Health Solutions, LLC are presented to the Trustees for review and approval.

Discussion ensued followed by a motion made by Trustee Chris Jones and seconded by Trustee Kevin Wolters to approve the Management Services Agreement with Third Avenue West.

Chairman Kenneth Baker put in motion roll call vote

Aye: Kevin Wolters, Chris Jones, Kelly Cornell, and Ken Baker

Nay: none

Chairman declared motion carried.

Motion was made by Trustee Chris Jones and seconded by Trustee Kelly Cornell to approve the Asset Purchase Agreement with Rural Health Solutions, LLC.

Chairman Kenneth Baker put in motion roll call vote

Aye: Kevin Wolters, Chris Jones, Kelly Cornell, and Ken Baker

Nay: none

Chairman declared motion carried.

IV. Financial Report

A. Review of March 31, 2025 Balance Sheet and Income Statement

Len Lacefield, CEO stated that this information is not available at the time of the meeting.

B. A list of All Unpaid Accounts Payable

Len Lacefield, CEO presented the list of all unpaid accounts payable to the Authority for review. The Trustees reviewed the information presented.

Motion was made by Trustee Kevin Wolters and seconded by Trustee Cornell to accept the information presented as a list of all unpaid accounts payable.

Chairman Kenneth Baker put in motion roll call vote

Aye: Kevin Wolters, Chris Jones, Kelly Cornell, and Ken Baker

Nay: none

Chairman declared motion carried.

C. Cash Flow Projection for April, May, and June.

Len Lacefield, CEO, stated that the cash flow projection for April, May, and June was not ready to be presented at the time of the meeting.

D. Update and Review of Revenue Cycle Management (RCM)

Jennifer Sethre, Chief Operating Officer, presented information to the Authority regarding the update and review of the Revenue Cycle Management (RCM). She stated that there has been forward progress with the areas in credentialing of payors contracts, correction of documents that were filed incorrectly, and other claims from the past year that were not filed timely or correctly. In addition, there is a thirty-five-day delay in payment due to a "check box" that was checked incorrectly. Many of these items are moving forward as they are corrected, or issues are found and resolved. Currently working with Trubridge for negotiation of the contract to get a hybrid model of what is needed. This could possibly reduce the contract by a substantial amount. Chairman Baker asked if customers could get the balance of what they owe. Ms. Sethre stated that yes, they can and that those issues have be corrected as well.

Information only.

E. Invoice to be paid

Laura Hostetler gave a list of invoices that need to be approved to pay in the amount of \$400,376.88.

A motion was made by Kevin Wolters and second by Chris Jones to approve invoices to be paid in the amount of \$400,376.88.

Chairman Kenneth Baker put in motion roll call vote:

Aye: Kevin Wolters, Chris Jones, Tyler Bridges, and Kenneth Baker

Nay: None

Chairman declared motion carried.

V. Medical Staff (Discussion, Consideration, and Possible Action Regarding):

None

VI. **New Business** (If any, pursuant to Section 311.9 of the Oklahoma Open Meeting Act.)

None

VII. **Trustee Comments**

None

VIII. **Chief Executive/Operating Officer Comments**

None

IX. **Adjourn**

A motion was made by Trustee Kelly Cornell and second by Trustee Kevin Wolters to Adjourn.

Chairman Kenneth Baker put in motion roll call vote:

Aye: Kevin Wolters, Kelly Cornell, Chris Jones, Ken Baker

Nay: None

Chairman declared the motion carried and meeting adjourned at 12:44 pm

Date Approved

Kenneth Baker, Chairman