

**STILLWATER MEDICAL CENTER AUTHORITY
BOARD OF TRUSTEES
Regular Meeting, October 28, 2025
Stillwater Medical Center, Honska Conference Center
5:30 p.m.**

Present: Dan Duncan, Lowell Barto, Denise Weaver, Gary Clark, Cheryl Wilkinson and Mayor Will Joyce

Absent: Todd Green, MD

Others: Denise Webber, Dr. Mark Paden, Dr. Ted Kaspar, Dr. Steven Cummings, Alan Lovelace, Steven Taylor, Kayla Isaacs, Jovan Smith, Shawn Howard, Mary Beth Hunziker, Brad Horst, Joe Ogle, Sonny Janes, Mikayla Woods, Doug Blessen, Brian Grace, John Koemel (attorney) and Cheryl Marshall (minutes)

CALL TO ORDER

Chairman, Dan Duncan, called the meeting to order at 5:36 p.m. The members reviewed the Mission, Vision and Values statement included in the packet.

APPROVAL OF MINUTES

Weaver made a motion to approve the September 23, 2025, Board of Trustees minutes, September 17, 2025, Finance Committee minutes, September 9, 2025 Facilities Committee minutes and September 15, 2025 Medical Staff Integration Committee minutes as presented. Joyce seconded the motion and Barto, Joyce, Duncan, Weaver, Wilkinson and Clark voted in favor of the motion.

BOARD EDUCATION: OHA TRUSTEE QUARTERLY

CEO, Denise Webber shared the OHA Trustee Quarterly publication with the members. The Board expressed their appreciation and Trustee Clark recommended selecting topics from it for future Board Education as appropriate. Going forward, each publication will be shared with the Board members via email.

2025 ORGANIZATIONAL SCORECARD REPORT

Webber shared that inpatient satisfaction improved to the 80%tile, now 3-star. We are at a 5-star in quality. We continue to work on ways to increase visits in the clinics. Overall performance rating is 3.40 stars.

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

Steven Taylor shared that we ranked 5-star, placing 18 out of 243. The QAPI Committee continues to review the CBD data in detail each month. The Emergency Department is working to improve throughput. As part of that endeavor, Discharge Planning is meeting 30 minutes earlier each day to discharge patients sooner, which helps to admit ED patients to the units much sooner. We are conducting audits to prepare for our next survey.

**SEPTEMBER FINANCIAL REPORT/OCTOBER FINANCE COMMITTEE
REPORT**

Alan Lovelace, CFO, provided a PowerPoint summary of operations for September 2025. Admissions, including rehab, were 497, above budget of 470, and last year of 455. Average Daily Census, including rehab was 67 compared to last year of 57.

Surgeries were 464 for the month, below last year of 472. Surgeries at the Surgery Center West were 488, below a budget of 684 and last year of 549. Surgeries total was 952, below budget of 1,100 and last year of 1,021.

Emergency room visits were 3,128 above last year of 3,108. Outpatient visits, not including ER visits, were 16,168 above last year of 14,637. Adjusted patient days at SMC were 6,646 compared to last year at 6,250. Clinic Visits were 31,897, compared to last year of 31,466. Births were 59, below budget of 79 and same as last year at 59. Average Daily Census for the NICU was 4.0 compared to a budget of 4.6.

Financial assistance was \$2.7M. Salaries and Wages were at \$13.8M, above budget of \$13.3M, and last year of \$12.5M. FTE's were 1,655, below budget of 1,675 and above last year of 1,569. Benefits were \$2.9M below budget of \$3.0M and above last year of \$2.8M.

Operating Income Consolidated is \$1.8M, above budget of \$1.2M and below last year of \$1.9M. Operating Income for the Hospitals is \$2.6M above last year of \$2.5M. Operating Income for Stillwater Medical is \$2.3M, above budget of \$1.4M and below last year of \$2.4M. Operating Income for SM Perry is \$88,000 compared to last year of \$34,000. The operating Income for SM Blackwell is \$154,000, above budget of \$133,000 and last year of \$49,000. Operating Income for the Clinics is (\$753,000) compared to a budget of (\$335,000) and last year of (\$506,000).

Operating Income for the Hospitals year to date is \$14.8M compared to a budget of \$12.8M and last year of \$12.3M. Operating Income for the Clinics YTD is (\$6.2M) compared to last year of (\$4.6M). Operating Margin for the Hospitals is 7.58% compared to last year of 7.16%. Operating Margin for the Clinics is -6.9% compared to a budget of -4.2% and last year -5.5%.

YTD Operating Margin Consolidated is 2.94%, compared to a budget of 2.91% and last year of 2.98%. YTD Non-Operating Revenue is \$12.4M, above budget of \$2.2M and last year at \$9.4M. YTD Net Income Consolidated is \$20.8M, above budget of \$10.8M and last year of \$17.2M.

The BancFirst investment account increased to \$72.1M and year to date is 8.08%. The Arvest investment account increased to \$11.3M and year to date is 12.13%. The Commerce investment account increased to \$18.6M and year to date is 10.57%. Consolidated Investments for September is \$102.1M.

Cash Collections-AR only for September was \$28.5M compared to \$25.2M in 2024. Net AR Balance Consolidated in September was \$44.4M. Cash on hand is \$118.4M compared to \$134M at year end 2024. Days Cash on Hand was 120 in September. 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. The Committee recommended approval of the defibrillators, GE Portable AMS Upgrade, Intuitive Surgical ION and loan approval.

SEPTEMBER 2025 MEDICAL STAFF INTEGRATION COMMITTEE REPORT

Joe Ogle shared that a Greeley consultant was onsite this week to assist with survey readiness and credentialing. We are considering a new Medical Staff Development Plan to better determine recruitment needs.

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

APPROVAL OF PURCHASE OF DEFIBRILLATORS

Mikayla Woods, interim ICU Director, shared that the current defibrillators reached end of life in 2023 and will no longer be eligible for service by the manufacturer by the end of 2025. 28 units are needed. Two bids were received: Stryker, \$359,929.92; Zoll, \$344,486.54.

Clark made a motion to approve the purchase of Zoll defibrillators at a total cost of \$344,486.54. Wilkinson seconded the motion, and Wilkinson, Barto, Joyce, Clark, Duncan and Weaver voted in favor of the motion.

APPROVAL OF PURCHASE OF GE PORTABLE AMX UPGRADE

Sonny Janes, Imaging Director, shared that one of our three portable units has reached end of life. GE offers a program that allows us to upgrade our current equipment. Four bids were received: GE AMX upgrade, \$127,492; Phillips, \$142,000; Siemens, \$140,000; and GE Navigate system, \$220,000.

Barto made a motion to approve the GE AMX upgrade at a total cost of 127,492. Joyce seconded the motion, and Joyce, Wilkinson, Duncan, Weaver, Barto and Clark voted in favor of the motion.

APPROVAL OF INTUITIVE SURGICAL ION

Doug Blessen, Assistant Administration, Surgery, shared that the ION robotic device is used to help diagnose lung cancer by performing minimally invasive biopsies of lung nodules. This year, we have performed approximately 90 cases; of which 75 cancers have been found, and approximately 15 to 20 patients are now cancer free. The current lease ends November 1, 2025. Intuitive is the only vendor that makes this device, and the bid is in the amount of \$559,000.

Clark made a motion to approve the purchase of the Intuitive Surgical Ion at a total cost of \$559,000. Barto seconded the motion, and Clark, Duncan, Weaver, Wilkinson, Barto and Joyce voted in favor of the motion.

APPROVAL OF RESOLUTION 2025-06

CFO, Alan Lovelace shared that after loan discussion, the Finance Committee recommended renegotiation of the \$14M loan to reimburse the Authority for the New Market Tax Credit (NMTC) closing on the OrthoOK Center of Excellence. The proposed Resolution gives the CFO two options to close: Option 1 is a fixed closing at 4.25% interest rate (BOK); Option 2 allows the CFO to close within 12 months. The Board members discussed closing at a capped rate.

Barto made a motion to approve Resolution 2025-06. Joyce seconded the motion, and Duncan, Barto, Joyce, Clark, Weaver and Wilkinson voted in favor of the motion.

Joyce made a motion to exercise Option 2 of Resolution 2025-06 capping the interest rate at 5%. Barto seconded the motion, and Wilkinson, Weaver, Clark, Joyce, Barto and Duncan.

APPROVAL OF RESOLUTION 2025-07

Lovelace shared that Resolution 2025-07 allows for an \$11M tax exempt loan to reimburse the Authority for the property purchase of Surgery Center West, OrthoOK and Schuessler building located at 605-607 Orchard Street. The term of the loan is 5 years at a rate of 3.36%.

Clark made a motion to approve Resolution 2025-07. Joyce seconded the motion, and Barto, Clark, Wilkinson, Joyce, Weaver and Duncan voted in favor of the motion.

APPROVAL OF ADMINISTRATIVE POLICIES

Webber shared minor recommended changes in the following policies: Business and Financial Relationships with Physicians; General Financial; and Organizational Ethics Statement.

Barto made a motion to approve the Administrative policies with the recommended changes. Wilkinson seconded the motion, and Joyce, Weaver, Clark, Duncan, Wilkinson and Barto.

CONSENT AGENDA

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

The members discussed the MS Withholding of Withdrawing Life Prolonging Procedures policy and Credentialing Action, Azif Safaulla, MD in detail.

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

Stillwater Medical Center:

<i>Surgery/Anesthesia Section</i>	<i>Sept. 11, 2025</i>
<i>ED Section</i>	<i>Sept. 11, 2025</i>
<i>General Medical Staff</i>	<i>Sept. 11, 2025</i>
<i>Peer Review Committee</i>	<i>Sept. 11, 2025</i>
<i>Ethics Committee</i>	<i>August 19, 2025</i>
<i>Infection Control Committee</i>	<i>July 24, 2025</i>
<i>OB/Peds Section</i>	<i>Sept. 23, 2025</i>
<i>Radiology Section</i>	<i>Sept. 24, 2025</i>
<i>MRC Committee</i>	<i>Sept. 26, 2025</i>
<i>Pharmacy and Therapeutics Cte.</i>	<i>Oct. 2, 2025</i>
<i>Surgery/Anesthesia Section</i>	<i>Oct. 9, 2025</i>
<i>Medicine Section</i>	<i>Oct. 8, 2025</i>
<i>Peer Review Committee</i>	<i>Oct. 7, 2025</i>
<i>Credentials Committee</i>	<i>Oct. 14, 2025</i>
<i>Medical Executive Committee</i>	<i>Oct. 15, 2025</i>
<i>QAPI Committee</i>	<i>Oct. 16, 2025</i>

Rural Emergency Hospitals, Blackwell/Perry:

<i>Med Exec Cte – Blackwell</i>	<i>Sept. 17, 2025</i>
<i>Patient Safety Quality</i>	<i>Oct. 8, 2025</i>

Barto moved the Board approve the Consent Agenda with removal of item XII. A. 12, MS Withholding of Withdrawing Life Prolonging Procedures, and XII. B. 1, Credentialing Action, Azif Safaulla, MD. Clark seconded the motion and Weaver, Barto, Clark, Duncan, Joyce and Wilkinson voted in favor of the motion.

ITEMS REMOVED FROM THE CONSENT AGENDA

The Board reviewed the REH Reporting Domestic Violence and Human Trafficking policy.

Wilkinson moved the Board approve the REH Reporting Domestic Violence and Human Trafficking policy. Barto seconded the motion and Clark, Wilkinson, Duncan, Weaver, Joyce and Barto voted in favor of the motion.

The Board members further discussed item XII. A. 12, MS Withholding of Withdrawing Life Prolonging Procedures. Barto and Clark agreed to further review the State Statutes and bring back a recommendation to this Board.

Wilkinson made a motion to approve XII. B. 1, Credentialing Action, Azif Safaulla, MD pending a clear recommendation from Credentials Committee and Medical Executive Committee. Joyce seconded the motion, and Duncan, Joyce, Wilkinson, Weaver, Clark and Barto.

CEO REPORT

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

LIBERTY WRIGHT SELECTED 2025 OCCUPATIONAL THERAPY ASSISTANT OF THE YEAR BY THE OOTA

Liberty Wright was honored as the 2025 Occupational Therapy Assistant of the Year by the Oklahoma Occupational Therapy Association (OOTA). She is dedicated, compassionate, and committed to helping patients achieve independence and quality of life.

MARCH OF DIMES – OKLAHOMA NURSE OF THE YEAR AWARDS

The finalists for the Oklahoma Nurse of the Year include Jessica Kennedy, Stillwater Medical Pediatrics Clinic, Advanced Practice; Sarah Schram, Stillwater Medical Center, General Medical/Surgical; Tammy Parr, Stillwater Medical Blackwell and Stillwater Medical Perry, LPN; and Kyla Davis, Stillwater Medical Center, Surgical Services.

EMPLOYEE OF THE MONTH, OCTOBER 2025 – LINDA BOSTICK

Linda Bostick, Health Information Management Coordinator, was nominated by her peers as our October Employee of the Month!

DAISY AWARD – TARA NOVOTNY

Tara Novotny received the Daisy Award for her kindness, compassion, and empathy that goes far beyond what is expected.

KARMAN LEGACY HOSPICE – RATED 5-STAR BY CMS!

A five-star rating indicates that a hospice performs significantly above the national average and that family members were very satisfied with their loved ones' care. This information is publicly available on Medicare's Care Compare website to help consumers select the best possible hospice care.

BROOK KIMMEL SELECTED MARKETER OF THE YEAR BY OKLAHOMA ASSOCIATION OF HOME CARE AND HOSPICE

J. Brooke Kimmel was recognized at the 2025 Annual conference for the Oklahoma Association for Home Care and Hospice (OAHC) in the Marketer of the Year Award for her dedicated level of care and performance.

CBD 5-STAR IN QUALITY

Stillwater Medical was a top performer in the Vizient Bernard A Birnbaum Quality & Accountability Award for the community hospital group at the annual Vizient Connections Summit in September. The award honors providers that demonstrate excellence in delivering high quality care based on quality measures to include safety, mortality, effectiveness, efficiency and patient centeredness.

BEST PLACES GALA

A group of high performers were selected to attend the Best Places to Work in Healthcare Gala to accept our award. We rose 10 spots to place at 63 this year.

FALL FEST

Our Stillwater Medical team members “saddled up” to celebrate being a 2025 “Best Place to Work” with a western fall flare! Festivities included food, games, music, t-shirts and more at all three hospital locations!

\$2.2M RECEIVED FROM CONGRESSIONAL DIRECTED SPENDING

Stillwater Medical received \$2.2M in support from Senator Mullin's Congressional Directed Spending to provide funding for the Emergency Department expansion/renovation project. This project will allow Stillwater Medical to better serve patients that are seen in our emergency department.

STILLWATER STRONG PARKING LOT FUNDRAISER

Thank you to everyone who volunteered and/or parked at SMC during OSU Homecoming Walkaround. Forty-eight volunteers donated their time to help raise nearly \$15,000 for the Emergency Department.

SMC MEMORIAL RIBBON AND OSU HOMECOMING PARADE

Stillwater Medical was deeply moved to have community leaders and partners take the time to tie ribbons on our StillStrong Ribbon in remembrance of the 10-year anniversary of the OSU Homecoming parade tragedy. The ribbon was later featured on Stillwater Medical's float in the October 18 Sea of Orange Parade. KOCO recently aired a program highlighting 10 years of Stillwater Strong.

UNITED WAY CAMPAIGN

We've already raised 55% of our goal, \$60,408!

STILLWATER MEDICAL VOLUNTEERS CELEBRATE 67 YEARS OF SERVICE

A celebration was held on October 9th, which marked a milestone in Stillwater Medical's history—the 67th anniversary of our volunteer program. We're grateful for the legacy of those who came before—and inspired by the growing group who continue to make a difference every day.

BREAST CANCER AWARENESS MONTH

A breast cancer awareness video was shared with the members.

NEW STILLWATER MEDICAL COMMERCIAL

A new Stillwater Medical commercial was shared with the members.

EPIC UPDATE

We have completed 3 phases of the EPIC timeline - Document collection, Discovery and Adoption. The St. Francis EPIC team will now begin the build phase of the timeline which is expected to be completed on March 20, 2026. Anticipated go live is July 2026.

HUMANA UPDATE

We are working on a possible network agreement with Humana. Our goal is to ensure Stillwater Medical is appropriately included in Humana's network to support patient access for our Medicare Advantage volume. Negotiations are focused on achieving a fair and balanced contract structure that aligns with our reimbursement goals, operational capacity, and quality standards.

RESIDENCY UPDATE

We have received approximately 500 applications and anticipate interviewing around 100 highly qualified candidates as we continue to grow our program and attract top medical talent to Stillwater.

FACILITIES UPDATE

Webber shared our progress on the many ongoing construction projects.

FQHC UPDATE

Funds would be used to provide care for the underserved. We are learning more about the 93 requirements and understand that the State does not require a separate 501C3.

1050 FORWARD – THRIVING CITIES UPDATE

An event is being held on November 10th to help educate leaders in our community about serving on Boards. The Kaiser Foundation and 1050 Forward are working to education on Thriving Cities, improving outcomes and opportunities in rural communities.

ATTESTATION OF COMPLIANCE WITH EXECUTIVE ORDER 2025-16

The Governor has issued an Executive Order directing physicians to enforce pro-life standards.

OHA – RURAL HEALTH TRANSFORMATION PROGRAM

The telehealth waiver has not been extended for visits other than for mental health.

LEGISLATIVE UPDATE

Webber shared an article from AHA Today.

NEWSPRESS SMCA SPOTLIGHT ARTICLES

Webber shared several Spotlight articles.

A Story of Excellence video, patient compliments and area announcements were shared with the Board.

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. Weaver seconded the motion, and Clark, Duncan, Barto, Wilkinson, Joyce and Weaver voted in favor of the motion.

Those present in Executive Session included: Board members, Barto, Duncan, Clark, Wilkinson, Joyce and Weaver; Medical Staff Liaison, Dr. Mark Paden, as well as Denise Webber, CEO; Dr. Ted Kaspar, DO (COS); Joe Ogle, Physician Recruitment; and Cheryl Marshall, Executive Assistant.

Barto moved the Board return to Open Session. Clark seconded the motion and Weaver, Joyce, Barto, Wilkinson, Clark, and Duncan 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, Barto moved that the meeting be adjourned. Joyce seconded the motion, and Barto, Duncan, Clark, Weaver, Joyce and Wilkinson voted in favor of the motion. The meeting was adjourned at 7:55 p.m.

A handwritten signature in cursive script, appearing to read "Dan Duncan", written over a horizontal line.

Chairman of the Board

A handwritten signature in cursive script, appearing to read "William L. Joyce", written over a horizontal line.

Secretary of the Board