

**STILLWATER MEDICAL CENTER AUTHORITY
BOARD OF TRUSTEES
Regular Meeting, March 24, 2026
Stillwater Medical Center, Honska Conference Center
5:30 p.m.**

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

Absent:

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, Michal Shaw, Joe Ogle, Brian Grace, John Koemel (attorney) and Cheryl Marshall (minutes)

CALL TO ORDER

Chairman, Dan Duncan, called the meeting to order at 5:38 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 January 27, 2026, 2025, Board of Trustees minutes, January 21, 2026, Finance Committee minutes, January 19, 2026, Medical Staff Integration Committee minutes and January 13, 2026, Facilities Committee minutes as presented. Green seconded the motion and Barto, Duncan, Green, Weaver, Wilkinson, Clark and Joyce voted in favor of the motion.

BOARD EDUCATION: INDUSTRY WORKFORCE SHORTAGES

CEO, Denise Webber presented the latest Trustee Quarterly update, highlighting the significant workforce shifts reshaping healthcare nationwide. Millennials now represent the largest share of the workforce, while Baby Boomers, now the smallest generational group, are retiring rapidly. Projections show that by 2033, 72% of primary care services will be delivered by Nurse Practitioners and Physician Assistants. Things we are working to do: leverage Ai, retain exceptional employees, strengthen our recruitment strategies, invest in our current workforce and deepen partnership with schools, universities and training programs.

2026 ORGANIZATION PERFORMANCE SCORECARD

Webber shared that we are at 4-star in clinic and inpatient satisfaction and are very pleased that the ED has improved to 3-star. Our overall rating is 3.7 stars.

**ACCEPTANCE OF REPORTS FROM OFFICERS
FEBRUARY AND MARCH QUALITY ASSURANCE PERFORMANCE
IMPROVEMENT (QAPI) REPORT**

CAO, Steven Taylor shared the February QAPI Report: The committee reviewed the 2025 SMC CDB Scorecard, noting top-decile performance in mortality and patient safety while identifying readmissions as a primary area for improvement. In response, an interdisciplinary review process was launched to address root causes such as discharge scheduling gaps, patient non-adherence, and the impact of patients leaving against medical advice (AMA). Operational updates included the submission of the DNV Corrective Action Plan, approval of the QAPI internal audit policy, and reports on ICU compliance regarding documentation and restraint orders. Additionally, Human Resources highlighted a favorable RN turnover rate of 14.7% compared to benchmarks, while IT detailed enhanced cybersecurity monitoring through the Arctic Wolf tool. The session concluded with the approval of the Consent Agenda, which confirmed stable metrics across blood utilization, infection control, and various specialty committees.

He further shared the March QAPI Report: The committee reviewed the latest CMS Scorecard, noting strong performance in most metrics while identifying patient experience, readmissions, and specific mortality rates (AMI and HF) as primary areas for improvement. Significant progress was reported on the DNV Corrective Action Plan, including the successful clearing of a Life Safety finding and the transition to Policy Stat to resolve policy management issues. Additionally, the committee addressed a recent DNV complaint survey and reviewed the 2025 Patient Complaints & Grievances report, which logged 393 entries across the system and prompted a plan to refine future reporting specifically for Stillwater Medical Center. The meeting concluded with the approval of the Consent Agenda, covering various quality reports and minutes with no major outliers noted.

MARCH 2026 MEDICAL STAFF INTEGRATION COMMITTEE REPORT

Joe Ogle shared the Medical Staff Integration Report. He noted that the new podiatrist, Dr. Amar Chandra, has begun practice. A demo was conducted for a software system for provider onboarding. We were excited to match five new Internal Medicine Residents that will start in July. Dr. Payne will start as Residency Program Director in July. We are also working to select a vendor for the Medical Staff Development Plan.

FEBRUARY FINANCIAL REPORT/MARCH FINANCE COMMITTEE REPORT

CFO, Alan Lovelace, provided a PowerPoint summary of operations for February 2026. Admissions, including rehab, were 496, above last year of 484. Average Daily Census, including rehab was 69 below last year of 73.

Surgeries were 411 for the month, below last year of 419. Surgeries at the Surgery Center West were 413 for the month, below last year of 451. Surgeries total was 824, below budget of 1,050 and last year of 870.

Emergency room visits were 2,823, above last year's 2,820. Outpatient visits, not including ER visits, were 15,683 above last year of 13,934. Clinic Visits were 23,019, below last year of 24,415. Births were 73, above last year at 61. Average Daily Census for the NICU was 4.0 compared to a budget of 4.6. NICU Discharges were 8 compared to a budget of 18.

Financial assistance was \$996,000 for the month. Salaries and Wages were at \$13.1M, above last year of \$13.0M. FTE's were 1,663, above last year of 1,641. Benefits were \$2.7M below budget of \$3.1M and last year of \$2.8M.

Operating Income Consolidated is \$1.8M, above budget of \$1.3M and last year of \$487,000. Operating Income for the Hospitals is \$2.4M above budget of \$1.3M and last year of \$1.0M. Operating Income for Stillwater Medical is \$2.3M, above last year of \$515,000. Operating Income for Stillwater Medical Perry is \$33,000, below last year of \$232,000. The operating Income for Stillwater Medical Blackwell is \$9,000, below last year of \$78,000. Operating Income for the Clinics is (\$523,000) compared to a budget of (\$197,000) and last year of (\$338,000).

Operating Income for the Hospitals year to date is \$4.9M compared to a budget of \$3.3M and last year of \$1.0M. Operating Income for the Clinics year to date is (\$1.2M), compared to last year of (\$824,000). Operating Margin for the Hospitals is 11.56%, above last year of 4.97%. Operating Margin for the Clinics is -6.8%, compared to last year -4.1%.

YTD Operating Margin Consolidated is 5.91%, compared to a budget of 4.36% and last year of 1.85%. YTD Non-Operating Revenue is \$3.6M, above budget of \$472,000 and last year at \$3.0M. YTD Net Income Consolidated is \$7.3M, above budget of \$3.3M and last year of \$4.1M.

The BancFirst investment account increased to \$77.0M and year to date is 4.26%. The Arvest investment account increased to \$12.2M and year to date is 5.58%. The Commerce investment account increased to \$22.3M and year to date is 3.39%. Consolidated Investments for February \$111.5M.

Cash Collections for February were \$30.1M compared to \$25.2M in 2024. Net AR Balance Consolidated was \$43.5M. Cash on hand is \$133.4M compared to \$122.6M at year end 2025. Days Cash on Hand is 140.

Lovelace shared that the Finance Committee reviewed the financials and summary of clinic operations. Commerce presented the investment portfolio. The Committee recommended approval of the pulmonary video integration purchase.

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

APPROVAL OF SMCA INVESTMENT POLICY

Lovelace shared that the recommended changes bring the policy in line with current practice. He shared two minor additional changes.

Clark moved approval of the SMCA Investment policy with additional changes. Weaver seconded the motion, and Wilkinson, Duncan, Weaver, Barto, Joyce, Clark and Green voted in favor of the motion.

APPROVAL OF PURCHASE OF PULMONOLOGY VIDEO INTEGRATION

CNO, Mary Beth Hunziker shared the need for adding video integration in the pulmonology procedure room to align with capabilities in the other OR rooms. Three bids received: Karl Storz (\$108,890.49), Stryker (\$184,792.87) and Arthrex (\$110,138.71).

Barto made a motion to approve the purchase of the Karl Storz ORI NEO IP 1.0 4K Integration in the amount of \$108,890.49 as presented. Joyce seconded the motion, and Joyce, Weaver, Clark, Duncan, Wilkinson, Green and Barto voted in favor of the motion.

APPROVAL OF RESOLUTION 2026-01

Lovelace shared the Workers' Comp Commission now requires financial security via surety bond or letter of credit (LOC) for self-insured entities; prior method was a CD in the commission's name. BancFirst's offer was a \$4,500 documentation fee covering two years; compared to typical 1.5%-2.0% annual fee elsewhere. This resolution allows for a two-year LOC with BancFirst and authorizes Lovelace to execute the documents.

Barto made a motion to approve Resolution 2026-01 as presented. Wilkinson seconded the motion, and Duncan, Wilkinson, Joyce, Clark, Green, Barto and Weaver voted in favor of the motion.

APPROVAL OF FQHC CO-APPLICATION AND FQHC BYLAWS OF GOVERNING BOARD OF STILLWATER MEDICAL HEALTH PARTNERS

Webber reported that we have been working to determine the appropriate corporate structure to support the development of the FQHC. She consulted with a subject-matter expert as well as legal counsel. Based on that guidance, she does not believe establishing a 501(c)(3) is required, as it would create an additional and unnecessary corporate layer. Instead, the recommended approach is to form an unincorporated association, which would allow this Board of Trustees to delegate authority specifically for this initiative. We confirmed with our liability insurance carrier that we would be able to secure D&O coverage for the proposed structure.

She emphasized the significant need for services in this area due to high levels of poverty and noted that an FQHC would bring critical funding to support comprehensive care.

Discussion about the risks to potential Board members and the need to further research those risks ensued.

Clark made a motion to table the FQHC Co-application and Bylaws. Barto seconded the motion, and Clark, Green, Barto, Joyce, Wilkinson, Weaver and Duncan voted in favor of the motion.

CONSENT AGENDA

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

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

Stillwater Medical Center:

<i>Medical Executive Committee</i>	<i>January 22, 2026</i>
<i>Infection Control Committee</i>	<i>January 21, 2026</i>
<i>Pharmacy & Therapeutics Committee</i>	<i>January 8, 2026</i>
<i>Credentials Committee</i>	<i>February 10, 2026</i>
<i>Pharmacy & Therapeutics Committee</i>	<i>October 2, 2025</i>
<i>Emergency Department Section</i>	<i>January 15, 2026</i>
<i>Peer Review Committee</i>	<i>January 13, 2026</i>
<i>UR Committee</i>	<i>January 16, 2026</i>
<i>Medical Executive Committee</i>	<i>February 11, 2026</i>
<i>Peer Review Committee</i>	<i>March 3, 2026</i>
<i>Credentials Committee</i>	<i>March 10, 2026</i>
<i>Surgery Anesthesia Section</i>	<i>February 12, 2026</i>
<i>Medical Education Committee</i>	<i>February 18, 2026</i>
<i>Medicine Section</i>	<i>February 12, 2026</i>
<i>Emergency Department Section</i>	<i>March 12, 2026</i>
<i>General Medical Staff</i>	<i>March 12, 2026</i>
<i>Medical Executive Committee</i>	<i>March 9, 2026</i>
<i>Antimicrobial Stewardship</i>	<i>February 12, 2026</i>
<i>QAPI</i>	<i>February 19, 2026</i>
<i>QAPI</i>	<i>March 19, 2026</i>

Rural Emergency Hospitals, Blackwell/Perry:

<i>Medical Exec Committee – Perry</i>	<i>January 20, 2026</i>
<i>Medical Exec Committee - Blackwell</i>	<i>January 21, 2016</i>
<i>Patient Safety Quality Committee</i>	<i>February 11, 2026</i>
<i>Infection Control Committee</i>	<i>February 2, 2026</i>

Clark made a motion to approve the Consent Agenda with minor changes. Barto seconded the motion, and Barto, Green, Wilkinson, Duncan, Joyce, Clark and Weaver voted in favor of the motion.

ITEMS REMOVED FROM THE CONSENT AGENDA

None.

ITEMS PREVIOUSLY TABLED

Clark moved that the previously tabled items be removed from the table. Barto seconded the motion and Weaver, Clark, Joyce, Duncan, Wilkinson, Green and Barto voted in favor of the motion.

Some of the names in the Mammography policy remained as they were appointed but should be changed to the position held when possible.

Joyce made a motion to approve REH IC PLAN Infection Prevention and Control Plan 2026 and REH SMP Mammography which were previously tabled. Barto seconded the motion, and Barto, Green, Wilkinson, Duncan, Joyce and Clark voted in favor of the motion.

CEO REPORT

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

STILLWATER MEDICAL RECEIVES NEWSWEEK'S 2026 WORLD BEST HOSPITAL 6 YEAR CHAMPION AWARD!

For the sixth consecutive year, Newsweek and Statista have named Stillwater Medical among the World's Best Hospitals. The annual ranking is based on a comprehensive evaluation that includes surveys of thousands of medical experts, patient experience data, hospital quality metrics and patient-reported outcomes.

EMPLOYEE OF THE MONTH, FEBRUARY 2026 - ANDI CLARK

Andi Clark, certified medical assistant at the Cancer Center was nominated by her peers as our February Employee of the Month!

EMPLOYEE OF THE MONTH, MARCH 2026 - KEVIN PERRY

Kevin Perry, Physical Therapist in our Rehab Unit, was nominated by his peers as our March Employee of the Month!

DR. STUART SHOEMAKE RETIRES

Dr. Stuart Shoemake retired after serving more than 20 years in the Emergency Department. On February 12th, colleagues gathered to celebrate his medical expertise and great care of our community.

DR. THOMAS SWAFFORD RETIRES

Dr. Thomas Swafford, Gastroenterologist, retired after 32 years of dedication and service, leaving behind a legacy that clearly resonated with everyone who worked alongside him.

WOMEN OF WELLNESS ANNUAL BRUNCH – PHASES OF A WOMAN

More than 300 women attended the annual Women of Wellness event hosted by the Stillwater Medical Foundation on March 11, 2026. Dr. Madison Andrews, Dr. Amanda Miles, and Dr. Mark Paden, participated in a panel discussion centered around the event's theme "Phases of a Woman."

MEDICINE DAY AT THE CAPITOL

SMC physicians, residents, and leadership participated in Medicine Day at the Oklahoma State Capitol, engaging legislators to advance policies that protect patient safety, strengthen public health, and support physician led care.

VALENTINES VISITORS

We recently had the pleasure of welcoming Miss Elk City, Landri Jones, who stopped by to deliver handwritten Valentine's to our NICU and ICU nursing teams.

STUDENT VISITORS BRING CHEER

Our inpatient rehab unit recently received a special Valentine's visit from student athletes from Oklahoma State University, who stopped by to deliver treats and spend time with patients.

EPIC UPDATE

This will be a transformational event for Stillwater Medical. While so beneficial in the long run, this transition is a massive organizational undertaking that takes each of us to invest in time and training so our transition is a success.

CONSTRUCTION UPDATE

Webber shared an update on the many construction projects underway.

LEGISLATIVE UPDATE AND NEWSPRESS SMCA SPOTLIGHT ARTICLES

Webber shared an article on Rural Health Transformation as well as Spotlight article featured in the NewsPress.

Patient compliments and area announcements were shared with the members.

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

Those present in Executive Session included: Board members, Barto, Duncan, Clark, Wilkinson, Green, Joyce and Weaver; Medical Staff Liaison, Dr. Mark Paden, as well as Denise Webber, CEO; Alan Lovelace, CFO;

Steven Taylor, CAO; Joe Ogle, Physician Recruiter and Cheryl Marshall, Executive Assistant.

Barto moved the Board return to Open Session. Clark seconded the motion and Green, Joyce, Weaver, Barto, Duncan, Wilkinson and Clark voted in favor of the motion.

APPROVAL OF PURCHASE OF PROPERTY LOCATED AT 1518 W 9TH, STILLWATER, PAYNE COUNTY, OKLAHOMA

Barto moved the Board approve the purchase of the property located at 1518 W. 9th, Stillwater, OK at a total price of \$450,000. Green seconded the motion and Barto, Green, Wilkinson, Clark, Weaver, Duncan and Joyce voted in favor of the motion.

EXECUTIVE SESSION

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

Joyce moved the Board return to Open Session. Barto seconded the motion and Clark, Barto, Joyce, Green, Duncan, Wilkinson and Weaver 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.

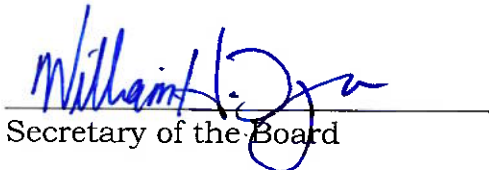
NEW BUSINESS

None.

ADJOURN

There being no further business, Clark moved that the meeting be adjourned. Joyce seconded the motion, and Barto, Joyce, Green, Duncan, Clark, Weaver and Wilkinson voted in favor of the motion. The meeting was adjourned at 8:07 p.m.


Chairman of the Board


Secretary of the Board