

**MINUTES FROM THE REGULAR MEETING
MEMORIAL HOSPITAL OF SWEETWATER COUNTY
BOARD OF TRUSTEES**

June 3, 2020

The Board of Trustees of Memorial Hospital of Sweetwater County met via Zoom in regular session on June 3, 2020, at 2:00 PM with Mr. Taylor Jones, President, presiding.

CALL TO ORDER

Mr. Jones called the meeting to order and announced there was a quorum. The following Trustees were present online: Mr. Taylor Jones, Mr. Marty Kelsey, Mr. Richard Mathey, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Officially present: Ms. Irene Richardson, Chief Executive Officer; Dr. Lawrence Lauridsen, Medical Staff President; Mr. Jim Phillips, Legal Counsel; and Mr. Jeff Smith, Sweetwater County Board of County Commissioners Liaison.

Pledge of Allegiance

Mr. Jones led the attendees in the Pledge of Allegiance.

Our Mission and Vision

Mr. Mathey read aloud the mission and vision statements.

Mission Moment

Ms. Richardson said a former patient shared with her she had been out of town and suffered a bad fall. She was told she had the option to go elsewhere but chose to come to Rock Springs. She said everyone was kind and caring from the start to the end of her care. She said she was grateful and wanted everyone to know about her great experience and asked Ms. Richardson to share her story.

APPROVAL OF AGENDA

The motion to approve the agenda as presented was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the May 6, 2020, regular meeting as presented was made by Dr. Sowada; second by Mr. Mathey. Motion carried. The motion to approve the minutes of the May 21, 2020, special meeting as presented was made by Dr. Sowada; second by Mr. Mathey. Mr. Tardoni abstained and the motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

COVID-19 Preparation and Recovery - Incident Command Team Update

Ms. Kim White, Incident Command, reported this is the time to be vigilant with what we are doing. We continue working with public health. We continue to test surgery patients. Ms. White reviewed personal protective equipment requirements and said we are stressing the importance of wearing masks and social distancing.

Financial Hardship Policy

Mr. Kelsey said this is the second reading of the policy and it is ready for adoption. He said the purpose of the policy is to deal with people who cannot pay and how to provide services to those individuals. Mr. Ron Cheese, Patient Financial Services Director, said it provides an opportunity to help patients we haven't been able to help in the past. He said it will help the patients and help the Hospital. The motion to approve the policy as presented was made by Mr. Mathey; second by Mr. Kelsey. Motion carried. Mr. Jones thanked Mr. Cheese and others involved in work on creating the policy.

Plan for Providing Patient Care Services and Scopes of Care

Dr. Sowada said it is basically a Joint Commission requirement and Mr. Tardoni said he thinks it is a good thing to have. The motion to approve the plan as presented was made by Dr. Sowada; second by Mr. Tardoni. Motion carried.

Executive Oversight and Compensation Committee Charter

Mr. Mathey said this is the second reading and presented the charter for approval. The motion to approve the charter as presented was made by Mr. Tardoni; second by Mr. Mathey. Motion carried. There was discussion of federal and state regulations that govern this relationship. Mr. Mathey said the information was cited in the previous version of the charter.

NEW BUSINESS

Mr. Jones said information was provided in the packet for review and will be presented for discussion and approval at the July meeting. Mr. Phillips said the rules of practice discussion needs to be in open session not executive session. Mr. Kelsey said he thinks we can review and discuss the following month.

FY21 Operating and Capital Budget

Mr. Jones said the budget was reviewed in a special workshop. He said this item is listed under new business but the Board has reviewed the information and is ready to take action. Mr. Kelsey said the budget the staff put together is a good one. He said he knows it is not sustainable over time and we need to watch carefully for the next several months. Mr. Kelsey said we may make some decisions in October based on the trend. He said we must be cognizant of what's happening

around us. Mr. Jones agreed and thanked staff for their work. He said certainly there is an opportunity to change the budget if needed. Mr. Tardoni said it is a good idea to look at it again in four or five months. Ms. Tami Love, Chief Financial Officer, thanked the department heads, Ms. Jan Layne-Controller, and Ms. Erika Taylor, Staff Accountant, for their hard work. The motion to approve the FY21 operating and capital budget as presented was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson thanked staff, physicians, and everyone working so hard through Covid. We still have Incident Command set up and we are looking at putting things back as safely as we can. She said staff is so resilient and adaptable. They are working so well together. She said we have always been open with the exception of elective cases and those have resumed as well. Ms. Richardson said we encourage people to do everything needed to be perfectly safe. We have started person-centered care workshops again. The Patient and Family Advisory Council met via Zoom and had a virtual tour of the Covid swabbing area. The Quality Safety Survey is out and results are due at the end of June. Ms. Richardson said every department has been doing a great job with patient experience and satisfaction scores and thanked staff for their hard work. Ms. Richardson said she has been meeting with Dr. Sowada and Mr. Jones to explore ways to bring new services to the community. The work is in the beginning stages with more information to come. We review financials daily. This has been a challenging year especially when budgeting at 90% of pre-Covid revenue. Mr. Phillips said Ms. Richardson worked very hard and deserves credit for getting things done to honor our bond covenants this year. He said that work is quite remarkable. Ms. Richardson reported the State of Wyoming received \$1.25B and the money is not intended to replace lost revenue but will be used for construction. Ms. Richardson said she has created a team to focus on this and they are working with Ms. Krisena Marchal from the County for assistance. Our best guidance is to be ready with projects when it is time. Mr. Tardoni said he commends the process set up to vet projects. He would like to see the legislature consider the state buy lands and dedicate revenue to memorial hospitals to use the proceeds to fund construction. He said he would like a source of money that would help us for generations. Ms. Richardson said The Joint Commission put out a release stating they will resume their accreditation visits. Ms. Richardson said we feel our visit can be at any time. Ms. Kari Quickenden-Chief Clinical Officer, Dr. Kristy Nielson-Chief Nursing Officer, Ms. Kara Jackson-Director of Quality, Accreditation, Patient Safety, and Dr. Melinda Poyer-Chief Medical Officer, have been working with their teams to ensure we are ready. Ms. Richardson thanked the Board for approving the budget and said it includes a new health record. We have not identified which one yet. Dr. Joshua Binks, Radiation Oncology, joins us July 1. Ms. Richardson said we installed new mammography equipment purchased by the Foundation. We have already received very good feedback from patients on this state-of-the-art equipment. Ms. Richardson said we submitted a request to present our annual report to the Board of County Commissioners on June 16. She will notify the Board regarding timing. The Wyoming Hospital Association events and meetings have been canceled. Ms. Richardson announced scholarships were awarded to three very worthy students to help them pursue continuing education in the medical field: Ms. Hanna Crockett, Ms. Aundra Drinkle and Ms. Favour Wanjoku. She congratulated them and said the decision was really hard because all of the applicants were very worthy. She wished them great success in their future. Ms. Richardson thanked staff, leaders, physicians, Trustees, Commissioners, and the community for their support.

COMMITTEE REPORTS

Mr. Jones said the Board will continue reporting by exception.

Quality Committee

Dr. Sowada said she had nothing new to report at this time.

Human Resources Committee

Mr. Tardoni asked Mr. Kelsey to report. Mr. Kelsey reported the Committee talked about a corrective action policy for review by the Board at a future meeting. They have been working on an introductory probationary period policy. They have been discussing extending that period for one year.

Finance and Audit Committee

Capital Expenditure Requests: The motion to approve capital expenditure request FY20-54 for a Stryker chest compression system as presented for \$48,541 that the Hospital will be reimbursed for by the Foundation was made by Mr. Kelsey; second by Dr. Sowada. Motion carried. Mr. Jones said the Foundation has stepped up a lot, helped with grants, and their support is appreciated. He said the community supports the Foundation and the Foundation supports the Hospital.

The motion to approve capital expenditure request FY20-58 for a power system for \$47,193.56 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried.

The motion to approve capital expenditure request FY20-59 for an operating table for \$48,213 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried. Mr. Kelsey commended Dr. Tony Pedri for his nice presentation to the Committee.

Ms. Love said she sent out an updated narrative to the Trustees. Mr. Kelsey asked her to update the information with an additional section showing where we would have stood without Covid funds. Mr. Jones thanked Mr. Kelsey for asking for that information.

Bad Debt: The motion to approve the net potential bad debt of \$1,256,033.44 as presented was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

Building & Grounds Committee

Mr. Tardoni said his comments are in the meeting packet. He shared an update provided to him earlier in the day.

Foundation Board

Mr. Jones asked Ms. Tiffany Marshall, Foundation Executive Director, to provide an update. Ms. Marshall said the Board met the previous week. They are not hosting a golf tournament. The Covid fund is approximately \$31,000. Ms. Marshall said the Cruise the Drag event organized by Mr. Bruce Pivic and Mr. Island Richards was an overwhelming success. Ms. Marshall said the Foundation is working on their messaging and recruiting a couple of new board members. They

have some press releases going out soon. Ms. Marshall thanked Ms. Deb Sutton, Public Relations and Marketing Director, for her assistance. Mr. Jones recognized Mr. Mathey for coming up with the idea for donations online and said it was a great idea. Mr. Jones said it's pretty humbling to see what our community has been willing to do for us.

Compliance Committee

Dr. Sowada said the information is in the meeting packet.

Governance Committee

Dr. Sowada said the information is in the meeting packet.

Executive Oversight and Compensation Committee

Mr. Mathey said we are at a point where we have approved the charter and form we will be using in evaluations so we will move forward.

Joint Conference Committee

Mr. Mathey said we made it through all the medical staff bylaws the last time we met. There are some changes sent back to the Medical Executive Committee (MEC) for review. Mr. Mathey will attend that meeting and hopes we will be ready to present to the General Medical Staff and Board of Trustees after the next MEC meeting.

CONTRACT REVIEW

There were no questions on the contract approved by the CEO since the previous meeting.

MEDICAL STAFF REPORT

Dr. Lauridsen reported he looks forward to the next Joint Conference meeting. He said the MEC met and reviewed multiple policies and forms. The new supervising physician agreement is in the packet. Dr. Lauridsen said the General Medical Staff met and it was largely informational. He said he appreciates the efforts of hospital administrators and leadership. Mr. Jones thanked the medical staff for all they are doing.

GOOD OF THE ORDER

Mr. Mathey said he has been working on medical staff bylaws and there is a full-blown hearing procedure. He does not know if they have to be coordinated. He may be speaking with Mr. Kelsey and Mr. Phillips on that topic.

Mr. Jones thanked the Board. He said it's hard when we can't meet face to face but everyone has been working hard to continue moving forward.

Mr. Mathey said he would like to commend Dr. Banu Symington. She had an article accepted for publication in a medical journal. She also received an award from an organization in Idaho after she left. He said these accomplishments need to be noted and commended.

EXECUTIVE SESSION

Mr. Jones said the Board would sign off the current call and sign on to an executive session call. They would return to the current open meeting call and would take action. He anticipated executive session would take 25 minutes. The motion to go into Executive Session was made by Mr. Kelsey; second by Dr. Sowada. Motion carried. Mr. Jones said the Board would take a 10-minute break.

RECONVENE INTO REGULAR SESSION

At 5:09 PM, the Board came out of executive session and the motion to resume regular session was made by Mr. Mathey; second by Mr. Kelsey. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to approve hospital privileges for healthcare professionals as discussed in executive session was made by Mr. Mathey; second by Dr. Sowada.

Credentials Committee Recommendations from May 12, 2019

1. Initial Appointment to Consulting Staff (1 year)
 - Dr. Leenhapong Navaravong, Cardiovascular Disease (U of U)
 - Dr. Stephanie Lyden, Tele Stroke (U of U)
2. Reappointment to Consulting Staff (2 years)
 - Dr. Edward Gilbert, Cardiovascular Disease (U of U)
 - Dr. Bruce Bray, Cardiovascular Disease (U of U)
 - Dr. Dipayan Chaudhuri, Cardiovascular Disease (U of U)
 - Dr. Cristina Cavazos, Tele Radiology (Vrad)
 - Dr. Marc Paul, Tele Radiology (Vrad)
3. Reappointment to Locum Tenens Staff (1 years)
 - Dr. Mary Murphy, Radiology
4. Reappointment to AHP Staff (2 years)
 - Todd Bader, LPC, Professional Counselor (SWCS)
5. Temporary/Emergency Privileges
 - Dr. Jason Haack, Otolaryngology

The motion to approve the CEO to renegotiate and extend a doctor contract provided the salary is kept within the amount discussed in executive session was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 5:11 PM.

Mr. Taylor Jones, President

Attest:

Mr. Ed Tardoni, Secretary