

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

June 5, 2019

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on June 5, 2019, at 2:00 PM with Mr. Richard Mathey, President, presiding.

CALL TO ORDER

Mr. Mathey called the meeting to order and announced a quorum was present. The following Trustees were present: Mr. Taylor Jones (*via telephone*), 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; and Mr. Jeff Smith, Sweetwater County Board of County Commissioners Liaison.

Mr. Mathey led the audience in the Pledge of Allegiance. Mr. Kelsey read aloud the mission and vision statements.

APPROVAL OF AGENDA

The motion to approve the agenda was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the May 1, 2019, regular meeting as presented was made by Mr. Tardoni; second by Dr. Sowada. Mr. Jones and Mr. Mathey abstained. Motion carried. The motion to approve the minutes of the May 28, 2019, special meeting as presented was made by Dr. Sowada; second by Mr. Tardoni. Mr. Kelsey abstained. Motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

Residents in Training Policy

Ms. Kerry Downs, Medical Staff Services Supervisor, said the policy contains information required by The Joint Commission. The section under review was reworded to help alleviate any concerns. Dr. Lauridsen said pertinent information is funneled to the Board of Trustees. Mr. Kelsey and Mr. Tardoni said they agreed with the revised wording. The motion to approve the amended Residents in Training Policy as presented was made by Mr. Kelsey; second by Dr. Sowada. Motion carried.

NEW BUSINESS

Community Health Needs Assessment

Ms. Kari Quickenden, Chief Clinical Officer, introduced Ms. Carolyn St. Charles of HealthTechS3. Ms. St. Charles reviewed a Power Point presentation. Ms. Quickenden said the Community Health Needs Assessment (CHNA) Steering Committee would meet June 6 to determine priorities. She said the first step is to find out what we need to focus on. The work is about the community and how we work together. Ms. St. Charles said part of the goal is to leverage what is already being done in the community.

Quality Assessment Performance Improvement (QAPI) Plan

Dr. Sowada recognized the hard work of Ms. Kara Jackson, Quality Director, Mr. Clayton Radakovich, Director of Compliance and Risk Management, and the QAPI Committee for their work putting the plan together. Mr. Kelsey said he feels it is very well done. Dr. Sowada said that to the Quality Committee, the Plan is like the budget is to the Finance Committee. She said we approve the Plan annually. Dr. Sowada reminded everyone a Lean Forum is scheduled June 19 in place of the Quality Committee meeting.

Fiscal Year 2020 Budget

Mr. Kelsey said the budget was modified via e-mail due to a recent Board of County Commissioners decision. Ms. Richardson reviewed the narrative to the budget. She recognized Ms. Tami Love, Chief Financial Officer, Ms. Jan Layne, Controller, and their team for their detailed, diligent work. Mr. Jones noted the hard work to prepare the budget, expressed his confidence in the team and their work, and thanked everyone involved. Mr. Kelsey agreed and expressed appreciation to the Board of County Commissioners for their support. The motion to approve the FY20 Budget as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson provided a Strategic Plan Update:

Patient Experience: Ms. Karen Andazola from Planetree was onsite and met with Executive Leadership, the Leadership Team, the Person Centered Care Steering Committee, and participated in the first Patient and Family Advisory Council meeting. We are providing Person Centered Care Workshops to staff each Wednesday.

Quality & Safety: We continue to work on Lean projects and scheduling. Everyone is encouraged to attend the quarterly Lean Forum June 19. We are excited for the QAPI plan.

Community & Growth: Ms. Quickenden and the Steering Committee were recognized for their excellent work on the CHNA. We have good information and we want to serve our community. We have good things happening in the Clinic.

Workplace Experience: We are working to make this an employer of choice.

Financial Stewardship: We are working to meet and exceed the BBB rating requirements and we are looking at possible six penny tax projects.

Ms. Richardson said we are working to keep our momentum going on the Strategic Plan.

Ms. Richardson said we are getting closer to completion on the Medical Staff Bylaws revisions. June 13 is the first meeting with the consultant regarding ambulance service options. We are presenting our annual report to the Board of County Commissioners June 18. We have upcoming site visits for physician recruits. Ms. Richardson thanked the Board of County Commissioners for all of their help with our budget. Ms. Love will present financial information at the July Town Hall meetings. Kiwanis will provide an appreciation breakfast to hospital staff June 19. Ms. Richardson thanked Mr. Mathey for the time he has served as our Board President. Mr. Mathey said it has been his privilege and his pleasure.

COMMITTEE REPORTS

Quality Committee

Dr. Sowada said she did not have anything additional to report following the QAPI plan discussion.

Human Resources Committee

Mr. Mathey thanked Mr. Tardoni for his report. Mr. Tardoni said it is important for the Board to see what is current. He said the Committee agreed they would include draft minutes.

Finance and Audit Committee

Capital Expenditures: Mr. Kelsey reported seven requests were approved to forward to the full Board for approval. The motion to approve FY19-41 for a refurbished ultrasound system for \$89,000 from Siemens Medical Solutions as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. The motion to approve FY19-42 for a replacement security camera system for \$61,673.98 from Harris Company and CDWG of Illinois as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. The motion to approve FY19-43 for the roofing replacement project for \$96,050 by Clarks Quality Roofing as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. The motion to approve FY19-44 for a coagulation analyzer for \$45,670.64 from Diagnostica as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. The motion to approve FY19-45 for a refurbished process from Hologenic for \$33,000 as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. The motion to approve FY19-46 for a design build for a building and grounds replacement building as presented was made by Mr. Kelsey; second by Mr. Jones. Following discussion, Mr. Kelsey withdrew his motion. The motion to approve FY19-46 up to and not to exceed \$140,000 as discussed was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried. The motion to approve FY19-47 for back up coverage from Rubrik for \$99,698.91 as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. Mr. Kelsey reported we have money left over from the capital budget. Ms. Richardson said we are reviewing possible expenditures. Mr. Kelsey said as a governing board, he does not think we need all of the pages and pages they receive with the capital expenditure request. He said he would like to see an expansion of the form we use to have more of a concise summary, for example, these are the quotes and this is our recommendation. Dr. Sowada said she would like both the concise summary and the backup information. Mr. Tardoni said he wants all of the backup information. Ms. Richardson said staff will review and see how we may improve the process.

Narratives: Ms. Love reviewed the narrative highlights included in the meeting packet. She said we are projecting to a breakeven month for May. Ms. Love thanked Ms. Layne and her staff for

their work on the budget. Ms. Love thanked the Board of their approval of the budget. She said her staff will communicate with department leaders prior to July 1 so they are aware of their approved budget.

Bad Debt: The motion to approve the net potential bad debt of \$1,105,641.93 as presented was made by Mr. Kelsey; second by Dr. Sowada. Motion carried. Mr. Tardoni requested a detailed bad debt presentation at a future Board meeting. Mr. Kelsey said it would be nice to know how our bad debt ratios compare to other hospitals.

Building & Grounds Committee

Mr. Tardoni said engineers are working on the central plant upgrade and he feels it is time to provide an update to the Board including an updated cost estimate. Mr. Jim Horan, Facilities Director, provided a brief update of projects.

Foundation Board

Ms. Tiffany Marshall, Foundation Director, continues work on a donor wall. The Poker, Brew and BBQ golf tournament is August 18 in Green River. Mr. Tardoni suggested Ms. Marshall look into promotions involving the Shakespeare Festival in Utah.

Compliance Committee

Dr. Sowada reported the Committee met May 29. They reviewed the Code of Conduct and referred the work to the Human Resources Committee. Review will not come back through the Compliance Committee. Mr. Radakovich is working on risk assessment methodology.

Mr. Mathey announced a ten-minute recess.

Dr. Sowada called the meeting back to order at 4:54 p.m. Mr. Mathey was no longer in attendance. Dr. Sowada noted the Board still had a quorum in attendance.

CONTRACT REVIEW

The motion to authorize the CEO to sign the Sweetwater Now agreement as presented on behalf of MHSC was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

MEDICAL STAFF REPORT

Dr. Lauridsen reported General Medical Staff met May 28 and are considering some current bylaws changes. The Medical Executive Committee met May 21 and reviewed scholarship applications. The Bylaws Committee has reviewed about 40 pages of the new bylaws. Work should be ready soon to present to the Joint Conference Committee for review. Dr. Lauridsen said they are anticipating another three to four months to get through the remainder of the new bylaws review. Ms. Richardson said the Medical Staff is doing a great job with the work and she thanked Ms. Downs for her assistance.

GOOD OF THE ORDER

Ms. Deb Sutton, Marketing and Public Relations Director, invited everyone to walk in the Flaming Gorge Days Parade June 29. She also needs volunteers to walk in the Rock Springs parade in July and help at the Sweetwater County Fair in August. Dr. Sowada thanked Ms. Sutton for all she does to put the Hospital in front of the community.

EXECUTIVE SESSION

The motion to go into Executive Session for reasons of personnel as stated by Ms. Suzan Campbell, Chief Legal Executive and General Counsel, was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

RECONVENE INTO REGULAR SESSION

The motion to reconvene the meeting at 5:19 p.m. was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to approve the May 14, 2019, Credentials Committee Recommendations for privileges and waivers as presented was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

1. Initial Appointment to Locum Tenens Staff (1year)
 - Dr. Robert Harris, Radiation Oncology (Gamma West)
2. Initial Appointment to Consulting Staff (1year)
 - Dr. Vivek Reddy, Tele Stroke (U of U)
3. Reappointment to Active Staff (2 years)
 - Dr. Rahul Pawar, Nephrology
4. Reappointment to Consulting Staff (2 years)
 - Dr. Jana Wold, Tele Stroke (U of U)
 - Dr. Raymond Bozman, Tele Radiology (Vrad)
5. Reappointment to AHP Staff (2 years)
 - Michael Bauer, LPC (SWCS)
 - Scott Wilcox, LPC (SWCS)
 - Thomas Bibber, LCSW (SWCS)
 - Julie Scott, LPC, LAT (SWCS)
 - Leslie Stringham, LPC (SWCS)
6. Old Business
 - Board Certifications

The motion to approve a success-sharing bonus for full time, casual part time, and PRN staff with floor and ceiling as discussed to be paid in July 2019 was made by Mr. Kelsey; second by Dr. Sowada. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 4:12 p.m.



Mr. Taylor Jones, President

Attest:



Mr. Ed Tardoni, Secretary