

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

**March 4, 2020**

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on March 4, 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: 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; and Mr. Jeff Smith, Sweetwater County Board of County Commissioners Liaison.

Mr. Jones led the audience in the Pledge of Allegiance. Dr. Sowada read aloud the mission and vision statements. Ms. Richardson shared a mission moment. The agenda was approved.

**APPROVAL OF MINUTES**

The motion to approve the minutes of the January 7, 2020, regular meeting as corrected (Mr. Kelsey made the motion to reject the notice of claim, not Mr. Jones) was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the minutes of the January 30, 2020, special meeting as presented was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the minutes of the February 12, 2020, emergency meeting as corrected (Mr. Tardoni was not in attendance) was made by Mr. Mathey; second by Mr. Kelsey. Mr. Tardoni abstained, and the motion carried. The motion to approve the minutes of the February 13, 2020, special meeting as presented was made by Mr. Mathey; second by Mr. Kelsey. Mr. Tardoni abstained, and the motion carried. The minutes of the February 27, 2020, special meeting as presented was made by Mr. Kelsey; second by Dr. Sowada. Mr. Mathey abstained, and the motion carried.

**COMMUNITY COMMUNICATION**

There were no comments.

**OLD BUSINESS**

None.

## **NEW BUSINESS**

There were no items listed on the agenda. It was noted there are some revised charters included in the committee reports section.

### **CHIEF EXECUTIVE OFFICER REPORT**

Ms. Richardson said she is getting calls about Covid-19 (coronavirus) and shared information about what the Hospital is doing to prepare. She said the Emergency Response Team is addressing needs and staff are meeting in daily huddles. Ms. Richardson read aloud a statement prepared by Ms. Kari Quickenden, Chief Clinical Officer, and said we are using our pandemic response plan to address issues and prepare. We have been working to prepare for weeks. Ms. Richardson read suggestions for what people can do to help with protection. Dr. Cielette Karn is speaking to the Rock Springs Enterprise Committee on March 5. Dr. Jean Stachon from Community Health is speaking at the Rock Springs Chamber of Commerce luncheon March 9. Ms. Richardson said we want to make sure we take care of patients, staff, and our community. The Strategic Plan Retreat is still planned for March 26 from 8:30 AM to 12 PM at Santa Fe Trail. We will look at the first two years of the three-year plan. Ms. Richardson provided a strategic plan update. In the area of Patient Experience, we are still training the entire staff on person-centered care culture. Dr. Sowada and Mr. Jones have completed their training. The Trustees and Commissioner Smith are invited to attend a session that works in their schedule. The Patient and Family Advisory Council meet again March 16. We have a really good group attending and are grateful for their time and feedback. In the area of Quality and Safety, we continue to work with the Quality Department and continue to make progress. Everyone is doing a great job. In the area of Community and Growth, we are working on e-psychiatry opportunities. The Community Health Needs Assessment revealed the number one concern in our community was having more mental health and behavioral health services. Ms. Leslie Taylor, Clinic Director, said we identified with the community on the number one concern. She said we as looked at the possibility of hiring a psychiatrist, we decided telehealth would be our best option. Ms. Taylor thanked Mr. Rich Tyler, IT Director, for his assistance in identifying options. Ms. Taylor said we will start with psychiatry in the outpatient setting. She said we realize we have needs in the inpatient areas but hope we can help people earlier. Ms. Taylor reviewed the e-psychiatry agreement included in the meeting packet. She said we are looking at a conservative approach. Ms. Taylor said we are very excited to bring these services to our community. The CHNA group will discuss the many ways patients will be referred. Dr. Sowada confirmed people may self-refer. Ms. Taylor said we will continue to fine-tune the process. She said the pay coding duty is the physician's responsibility per the contract and we will hire a clinical documentation improvement certified coder stationed in the clinic to assist the physician. In the area of Fiscal Stewardship, Ms. Richardson said she and Ms. Tami Love, Chief Clinical Officer, will speak with Standard and Poor's in April. We are hoping for a favorable call. Ms. Richardson gave an update on six penny tax project status. She said she understands that due to a math error, the Commissioners took approximately \$320,000 from our project to give to the City of Rock Springs so they can finish their priority project and that should leave enough for our priority project. She said if we have anything left, we can put that toward our second project. Mr. Kelsey and Mr. Mathey said their understanding is the money came from the additional \$600,000 that was to go to the Hospital. Mr. Jones said he was told there is a real benefit to bonding. He said he wants to learn more details on that process. Ms. Richardson said we bonded both times in the past and we benefitted both times. Ms. Richardson thanked the Commissioners for their continued support

of the Hospital. She said we are within the window for The Joint Commission survey. Our survey readiness group is meeting and reviewing all requirements. Ms. Richardson said we are getting closer to opening a walk-in clinic. Ms. Taylor has been asked to report to the Board on progress at the April meeting. Ms. Richardson said we continue to look at a new electronic health record option. She said our goal is to include this in the FY21 budget. We are working on budget and they are due to senior leadership by early April. Ms. Richardson asked the Trustees to note some upcoming education opportunities:

- Wyoming Hospital Association Trustee and CEO Conference will be April 30 in Cheyenne, not in May in Thermopolis as previously noted
- September 1 – 3 Wyoming Hospital Association Annual Meeting in Casper

Ms. Richardson and Ms. Suzan Campbell, General Legal Counsel, participate in weekly legislative update telephone calls with the Wyoming Hospital Association leadership and CEO's. Ms. Campbell will provide a report to the Board at the April meeting. The Health Fair is Saturday, March 7 from 9 AM to 12 PM. Ms. Richardson said we will honor our doctors on March 31. The Board is invited to help us show our appreciation to the medical staff at a celebration at 6 PM at Santa Fe Trail. Ms. Richardson said several leaders and Dr. Sowada will attend the University of Utah annual symposium March 30 and 31. She said a group of physician leaders, hospital leaders, and trustees will attend a Governance Institute leadership conference in Scottsdale April 26-29. Ms. Richardson said the meeting packet contains a request for a 3D mammogram unit. She said we had a joint with the Foundation Board the prior week. They agreed to purchase the 3D mammo unit for the Hospital. Ms. Richardson said she thinks it is the best thing to happen for our Hospital, our community, and our patients. We are all working together and this truly is great news. Ms. Richardson thanked Ms. Tiffany Marshall, Foundation Director, and the Foundation Board of Directors for their support. Mr. Jones said we have been headed in this direction for several years. The request was tabled due to lack of funds and it was tough to do that knowing the equipment was needed. Mr. Jones thanked the Foundation and thanked everyone at the Hospital for putting us in a position to be able to do this. Mr. Jones asked everyone to please send a note of thanks to Ms. Marshall to forward to the Foundation Board and spread the word in the community that we are getting there. Ms. Richardson thanked everyone for all they are doing.

## **COMMITTEE REPORTS**

### **Quality Committee**

Dr. Sowada said the minutes are in the meeting packet. She said the Committee spent the last meeting reviewing in preparation for the work on the charter. Dr. Sowada said the charter is not ready for review yet. She said the Quality Department are constantly reviewing records to make sure we are covering all aspects. The Community Health Needs Assessment is something moving into the quality arena. Another dimension coming on-line is consumerism, the quality things the Hospital has in place to make patients want to come here. She said that includes patient navigation, care transition, etc. Dr. Sowada said, "hats off to staff," Ms. Richardson and senior leadership. She said it's an impressive amount of work they do every month. Mr. Jones said the work is showing impressive results. He said he is not sure if we have ever seen quality scores before like we are seeing now. Dr. Sowada reviewed briefly some history regarding patient satisfaction scores. Mr. Jones said we appreciate everything being done in the area of quality. They are showing good planning and good follow thru.

## **Human Resources Committee**

Mr. Tardoni said his comments and statistics are in the meeting packet. He said the Committee adopted some rewording for the charter. He expects a final will be to the Board in April. Mr. Tardoni asked for direction from the Board regarding an assignment and a subcommittee formed to review a revision of the appeals process. Mr. Kelsey said the issue is not a Board or Human Resources policy, it is strictly in the purview of the Board of Trustees. He said the Board attorney wants to discuss the issue with the Board of Trustees. In the past, it was thought that what was on the books would work fine. Mr. Kelsey said Mr. Jim Phillips, Legal Counsel, thinks we need to make changes. That discussion is not part of a Human Resources policy, it is a Board function to review. The Board agreed the related piece that is a policy will go through the Human Resources Committee. The rules of practice will be reviewed by the Board of Trustees after the policy is complete.

## **Finance and Audit Committee**

**Capital Expenditure Requests:** The motion to approve capital expenditure request FY20-36 for budgeted equipment used in gallbladder procedures for \$29,741.44 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried. The motion to approve capital expenditure request FY20-37 for purchase of a PACS software upgrade as presented for \$53,650 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried. The motion to approve capital expenditure request FY20-38 for a 3D mammography machine as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried. Mr. Kelsey noted the Foundation graciously approved to pay for the machine. The motion to approve capital expenditure request FY20-40 for the replacement of our wireless network for \$119,302 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried.

**Narratives:** Ms. Love reviewed the narrative highlights included in the meeting packet. She reported we are developing plans to improve our self-pay process. Mr. Kelsey said the presentation to the Committee was well-done, thanked the staff for their efforts, and said this is a great step in the right direction to examine what we are doing. Dr. Sowada said quality and finance really overlap in the area of consumerism. Mr. Kelsey said the Committee approved the charter in the Committee packet and he feels it is ready for Board approval at the next meeting.

**Bad Debt:** The motion to approve the net potential bad debt for January of \$746,841.32 and February of \$837,320.30 as presented was made by Mr. Kelsey; second by Mr. Mathey. Motion carried.

## **Building & Grounds Committee**

Mr. Tardoni said his comments are in the meeting packet. Ms. Love said Mr. Jim Horan, Facilities Director, had an off-site meeting and asked her to provide a brief update. She said the steel is up for the central plant and we had a successful water shutdown to tie in the chilled water. Mr. Tardoni said they removed the word “represent” from the charter and it is presented for approval next month. Mr. Kelsey asked how our contractor is doing. Mr. Tardoni gave a brief update and said the contractor seems to be doing well. Two of our staff and the engineer are looking at the schedule. The contractor says we are on-schedule. Mr. Tardoni said our group wants to ensure that. Overall,

he said he would say the engineer and contractor are performing well and it is going about like any construction project.

### **Foundation Board**

Ms. Marshall said there was a joint meeting between the Foundation Board and Hospital Board the prior week. She reported the Gala in February had record numbers in attendance, sponsorship, and donated items. She said we raised \$163,000 which is up \$20,000 from the prior year. Ms. Marshall thanked Ms. Leah Lassise, Executive Chef and Nutrition Services Director, all of the event volunteers and guests. She said 16 hospital departments donated items for the event. Mr. Jones thanked everyone who gave items. Ms. Marshall thanked the Board for their donation to the live auction. Mr. Jones also thanked the Trustees for their contributions and support. Ms. Marshall said the Foundation Board loses two of their members this year, one in July and one in November, and they are looking for new members. The Foundation Board Annual Support Committee is meeting. Mr. Jones thanked the Foundation Board on behalf of the Board of Trustees for the gift of the 3D mammogram machine. He said we appreciate that huge decision.

### **Compliance Committee**

Dr. Sowada said the minutes and the charter are in the meeting packet for review. She said the Committee is in a building phase with a change in staff. Dr. Sowada said overall the work is going well.

### **Governance Committee**

Dr. Sowada said the minutes and charter are in the packet for review. She said we are going to start the onerous task of reviewing the Board bylaws. Mr. Mathey said it is not exciting work but necessary work.

### **Executive Oversight and Compensation Committee**

Mr. Mathey said the Board will review the Committee work in executive session.

### **Joint Conference Committee**

Dr. Lauridsen said the group will be ready to meet after March 24. He said we would like to set up a meeting before the General Medical Staff meeting in May. Ms. Kerry Downs, Medical Staff Services Director, will work with Mr. Jones and Mr. Mathey to schedule the meeting.

The Board took a 10-minute break. The meeting reconvened at 3:43 PM.

## **CONTRACT REVIEW**

The motion to authorize the CEO to sign the contracts under the contract consent agenda as presented was made by Mr. Mathey; second by Mr. Tardoni. Motion carried.

## **MEDICAL STAFF REPORT**

Dr. Lauridsen reported the General Medical Staff met February 25. He said the meeting was largely informational. Dr. Lauridsen said he is looking forward to the Joint Conference Committee meeting.

## **GOOD OF THE ORDER**

Mr. Tardoni said he attended the State Miners Board meeting in Cheyenne February 11 and 12. He said our County Commissioners are authorized to appoint one Board member and Campbell County can appoint one Board member. He said the other members are appointed by the Governor. At the previous session, the Board approved increases in hearing aid coverage. At the 2020 session, the Board increased the number of chiropractic visits covered. Ms. Richardson said she spoke with Commissioner Smith during the meeting break and he said \$360,000 of the \$600,000 allocated to the Hospital will be given to the City of Rock Springs with \$240,000 remaining to the Hospital. Ms. Richardson said that is \$240,000 above what was allocated to the Hospital originally. She thanked Commissioner Smith and the County for their support. Mr. Jones said we know we have the support of the County Commissioners and that is important. Mr. Jones thanked everyone for their hard work. He said marked improvements don't happen by accident and said it takes a lot of effort, planning, and follow-thru.

## **EXECUTIVE SESSION**

The motion to go into Executive Session was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

## **RECONVENE INTO REGULAR SESSION**

At 5:06 PM, the motion to come out of executive session and into open session was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

## **ACTION FOLLOWING EXECUTIVE SESSION**

### **Approval of Privileges**

The motion to grant privileges to healthcare professionals as discussed in executive session was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

Credentials Committee Recommendations from February 11, 2020

1. Initial Appointment to Associate Staff (1 year)
  - Dr. Michael Neyman, Hospitalist
2. Reappointment to Active Staff (2 years)
  - Dr. Neal Asper, Anesthesia
3. Reappointment to Consulting Staff (2 years)
  - Dr. Alexander Colonna, Tele ICU (U of U)
  - Dr. Marta McCrum, Tele ICU (U of U)
  - Dr. David Renner, Tele Stroke (U of U)

- Dr. Brent Wilson, Cardiovascular Disease (U of U)
4. Reappointment to AHP Staff (2 years)
    - Melissa Jewell, PA-C, Family Medicine
  5. Other Business - Credentialing Leasing Providers

The motion to discontinue the Board of Trustees' practice of taking applications for hospital privileges from, and granting hospital privileges to, health care professionals whose sole connection to MHSC is leasing space from MHSC or being employed by a health care provider that leases space from MHSC was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

The motion to authorize the CEO to execute a physician contract as 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 5:08 PM.

*Mr. Taylor Jones, President*

Attest:

*Mr. Ed Tardoni, Secretary*