

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

August 5, 2020

The Board of Trustees of Memorial Hospital of Sweetwater County met via Zoom in regular session on August 5, 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, 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. Tardoni read aloud the mission and vision statements.

Mission Moment

Ms. Richardson shared a story brought to her by Ms. Patty O'Lexey, RN, Education. A family member of a patient wanted to reach out and express gratitude to the amazing team at the Hospital. One of Ms. O'Lexey's dear friends was brought in and family were concerned they could not be with her. Ms. O'Lexey said she was told Dr. Michael Neyman, Dr. Alicia Gray, and Ms. Melissa Anderson were amazing in the care they provided. Everyone went above and beyond to comfort the family. We know these are difficult times for everyone. Ms. O'Lexey spoke with family the following day and they were so pleased. They told her it takes a village and we live in an amazing village.

APPROVAL OF AGENDA

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

APPROVAL OF MINUTES

The motion to approve the minutes of the July 1, 2020, regular meeting as presented was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the minutes of the June 29, 2020, special meeting as presented was made by Mr. Mathey; second by Mr. Tardoni.

Motion carried. The motion to approve the minutes of the July 23, 2020, special meeting as presented was made by Mr. Mathey; second by Mr. Tardoni. 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 4,999 tests have been completed with 213 positives, which is a 4.5% positive rate. She said this is where we have been for the past couple of weeks. She said we had some issues with some tests. The State is doing a courier service every day. Last week there were 38 tests that were left in the car and we are having to contact people to re-test. Ms. White said we are also offering a rapid test thru the swabbing station. The test requires the patient to be experiencing symptoms and have a doctor's order. We are working with the schools to be able to get testing more readily available to hopefully keep schools open and keep kids and the community safe. Ms. White said we have had 14 employees test positive. All have recovered and are back at work. Ms. White said Sheriff Grossnickle has donated the use of the vehicle outside the front entrance for the swabbing team. It is working really well and we appreciate him offering that to us. Ms. White said we hope to continue using it until we get our own mobile center. We are still unable to get our regular supply of disposable N95 masks. We have purchased more of the reusable masks and filters. Disposable gowns are still difficult to obtain. If we are able to get personal protective equipment (PPE), the prices are up dramatically between 100-500% increases. Ms. White said that will be a financial concern moving forward. She said we continue to be successful in that any employees who have tested positive have been due to outside exposure and not exposure within the Hospital. She said the staff has done a phenomenal job with the different rules and restrictions put into place. Ms. White thanked the staff for all they are doing. Mr. Jones asked if the increase on the price of the PPE is just because they can. Ms. White said that is the consensus and he said that is unfortunate if that is the case. Mr. Tardoni shared an observation that the outside exposure is people are traveling all over the country and not paying much attention and then coming back home. He said he sees cars from other states all throughout our community. Mr. Jones thanked Ms. White and said we appreciate her report.

Mental Health Conditions – Application Forms

Mr. Jones reported Dr. Lauridsen was unavailable to be on the meeting call yet and asked if anyone else could speak to the form. Dr. Sowada said she was confused on some of the wording on some of the forms and asked for more information. Ms. Kerry Downs, Medical Staff Services Director, said the reason behind this is because we received notification from The Joint Commission (TJC) and asked if she could come back to this later in the meeting. Later in the meeting, Ms. Downs shared her screen to review the former version of the form and the new form. She said the update has been approved by the Medical Staff and is in compliance with TJC requirements. Dr. Sowada thanked her for the clarification. Motion to approve the revised form was made by Dr. Sowada; second by Mr. Mathey. Motion carried.

NEW BUSINESS

Employee Policies

Mr. Jones said the employee policies are for review.

Cultural Diversity: No discussion.

Communication Systems: Mr. Tardoni said the wrong copy got in the packet. He said it is the one presented to the Human Resources Committee and the changes are not showing on that. He said when it comes back to the Board, we will make sure those modifications get in there. Mr. Jones said it will be in for review again and not for a vote. Mr. Tardoni said “employee” should say “users”. Mr. Kelsey said he has some comments and wants to send out a short memo addressing the comments he has and he said he can have them out in the next few days.

Board Policy

Attendance of Board Committee Meetings: No discussion.

Contracts Requiring Board Approval: Mr. Kelsey asked if, on items three thru eight, are those entries contemplated as examples of the contracts the Board would consider approving. Mr. Mathey said those are examples of contracts the Board would approve if greater than \$25,000. He said the purpose is to describe the contracts that must be approved before they are signed and he reviewed the list. Mr. Kelsey said before starting Roman numeral three maybe make an introductory sentence or two clarifying that because it would be helpful to the reader. Mr. Mathey said they will review again at the Governance Committee meeting on Friday.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson commended the Incident Command (IC) Team and Ms. White for steering that committee and doing such a great job. Ms. Richardson said IC sends out their daily information and work with the staff to help them understand we need to wear our masks and stay socially distant from each other and it is working well. The staff has done a tremendous job with that and she again thanked the IC Team for their tireless work to keep each other and our patients safe. Ms. Richardson said she continually reminds people when you are out and about to wear your face mask, practice good hand hygiene, stay socially distant, and make sure our community understands how to stay safe. She said this is new for all of us and she thinks we are doing an excellent job over the past six months. We have to keep this up and keep each other safe. Ms. Richardson said we continue offering person-centered care workshops with smaller groups because we do not want to lose momentum. Ms. Mella Grainger from Healthcare Strategies has been here this week. She is helping us with some Quality and Joint Commission work. She will send us a report with recommendations and observations. Ms. Richardson reported Dr. Sowada, Mr. Jones and Ms. Richardson thought it would be a good idea to create a plan and an ad hoc revenue & consumer steering committee to enhance and bring new services to the Hospital. She said there is a lot of potential there. The group has created several initiatives and are still working on those plans. Ms. Richardson said we want to have project managers and formally roll out the plans in the very near future. Ms. Richardson said we have seen some ways to provide different and new services to our patients and we want to make sure our patients get the healthcare they need. Ms. Richardson said

the auditors were here remotely last week. They also performed their interim audit remotely. Ms. Richardson said Ms. Tami Love, Chief Financial Officer, Mr. Ron Cheese, Director of Patient Financial Services, Ms. Jan Layne, Controller, Ms. Erika Taylor, Staff Accountant, and their teams did a great job getting all of the required information to the auditors electronically. Ms. Richardson referenced a recent Government Accounting Standards Board (GASB) accounting rule on how to account for the CARES Act money e-mail. She said there is another meeting August 17 to obtain more information on accounting for the CARES Act money. Ms. Richardson cautioned things are always changing. She said if anyone gets an e-mail from her that looks suspicious, she asks that you treat it like that and please let her know so she is aware but do not respond to the message and do not do what it asks you to do. Ms. Richardson announced Ms. Ann Clevenger accepted the position of Chief Nursing Officer (CNO). Ms. Clevenger is excited to return to MHSC following her work at Western Wyoming Community College (WWCC). Ms. Richardson said we had some excellent candidates and want to thank them. She said we are excited to have Ms. Clevenger join us and we wish Dr. Kristy Nielson, CNO, well and thank her for all the years of service she has given us. Dr. Nielson is willing to stay on as long as needed to help us with the transition. Mr. Kelsey said maybe not all the Board members know that Dr. Nielson also came from WWCC. Ms. Richardson announced Dr. Lex Auguiste OB/GYN, will join us in September and Dr. Prachi Pawar, Neurologist, in October. Dr. Joshua Binks, Radiation Oncology, joined us in July. We welcome them and are excited to have them join us. Ms. Richardson reported on the Wyoming State Loan and Investment Board (SLIB) grant money. She thanked Ms. Tiffany Marshall, Foundation Director, for writing these grants. Ms. Marshall worked with Ms. Mary Fischer, Lab Director, Ms. Love, and Mr. Jim Horan, Facilities Director, to get the information and submit our applications. Based on what we heard from SLIB, we looked at other opportunities for applications. The HVAC system project will help us tremendously. Ms. Richardson listed several other projects that would help greatly. She said the SLIB meets the following day and we will be available to answer any questions on our new applications. Ms. Richardson thanked staff, leaders, physicians, the Trustees, and Commissioners, and said she thinks everyone has done an excellent job working together. We continue working together to keep our community safe. She said July 31, 2021, is the spend-by date for CARES Act money. Mr. Jones said a ton of work is going into the ad hoc committee and said Dr. Sowada has been doing a great amount of work and thinks it will be a great work when rolled out. Mr. Jones said if you see a suspicious e-mail, you can always hover over the name and see that it isn't Ms. Richardson's real e-mail address. Mr. Jones thanked Ms. Richardson and Ms. Love for another clean audit. He said we have them year after year after year and that does not happen by accident.

COMMITTEE REPORTS

Mr. Jones thanked everyone for the reports and information in the meeting packet. He said the chair reports really help the people who don't attend those committee meetings.

Quality Committee

Mr. Kelsey said the time he and Mr. Mathey had with Ms. Grainger was very interesting and they are looking forward to her report. Mr. Kelsey said he thinks Quality is doing really well and there are probably some things we need to focus on. He said they will share the consultant report with the Board.

Human Resources Committee

Mr. Tardoni said the information is in the packet and he nothing to add.

Finance and Audit Committee

Mr. Mathey said the Committee did not meet in July. He asked Ms. Love to review a narrative. Ms. Love said the biggest change with the auditors is the GASB and CARES Act. She said we will have a loss for June due to the accounting change, however our total gain will remain unchanged. She said we have seen our volumes come back. Ms. Love said we must use the CARES Act money by July 31, 2021. We will carry over \$9M of CARES Act money into FY21. Ms. Love said \$7.4M of accelerated Medicare payments will begin. We are still working to close July. Dr. Sowada asked for the average daily census for July. Ms. Love said it looks like it was 10.7 in July. We budgeted at 9.9. Dr. Sowada asked if Emergency Department visits are coming up. Ms. Love said we are still down about 15% in July. We had 1,200 visits this July and 1,400 last July. Ms. Love said the clinic should see one of their highest revenue and collections months. She said we can use CARES money to offset increased expenses due to Covid and higher costs for PPE. Mr. Jones thanked Ms. Love, Mr. Cheese, and their staff. Ms. Love thanked Ms. Layne, Ms. Taylor, and Mr. Cheese for all of their hard work with the auditors.

Bad Debt: The motion to approve the net potential bad debt of \$782,425.38 as presented was made by Mr. Mathey; second by Mr. Kelsey. Motion carried. Mr. Cheese said he expects the next several months should be down to around this number as long as we can keep the self-pay piece of the accounts receivable where it is right now.

Building & Grounds Committee

Mr. Kelsey said the chair report and draft minutes are in the packet. He said we will likely need a special meeting before too long. Mr. Jake Blevins, ST&B, is trying to decide between a traditional build bid process or a construction manager at risk process as we figure out how to install the equipment. Mr. Kelsey said we, as a hospital, will be buying a significant amount of equipment and we need to figure out how to install it.

Foundation Board

Mr. Jones asked Ms. Marshall to provide an update. Ms. Marshall said the Foundation Board met the prior week and have some cool things going on. Mr. Matt Jackman and Mr. Craig Rood are new members on the Board and are excited to get their feet wet. She said they typically have an election of officers in July. The Board voted to postpone the election until October. Ms. Marshall said they are trying to build some committees to get out in the community. They chose to adopt the annual giving committee and all Board members are serving on that and have been meeting regularly. She said once that one is working well, we will work on identifying what the next committee will be. Mr. Jones thanked Ms. Marshall for her report.

Compliance Committee

Mr. Tardoni said the comments are in the board packet.

Governance Committee

Dr. Sowada said she did not have anything to add.

Executive Oversight and Compensation Committee

Mr. Jones said the Board would discuss in executive session.

Joint Conference Committee

Mr. Mathey said there was nothing new to report. He said he thinks we are making good progress. Mr. Tardoni said the policies held up in Human Resources can be worded accordingly after the Med Staff Bylaws are complete and then we can move forward.

Mr. Jones said it looks like everyone has jumped in to their new assignments and he appreciates everyone.

CONTRACT REVIEW

The motion to authorize the CEO to execute the Sweetwater Now contract on the consent agenda was made by Mr. Mathey; second by Mr. Tardoni. Motion carried.

MEDICAL STAFF REPORT

Ms. Downs said the Wyoming Board of Nursing changed their requirements for continuing medical education (CME) for practitioners. It is now tied to their board certification so they don't really track the CME's, the certifying board does. Ms. Downs said we updated the form to reflect what is being done. Both the old and new versions are included in the meeting packet. Mr. Jones read aloud a text message from Dr. Lauridsen for his report. Dr. Banu Symington, Hematology Oncology, was published in the Journal of Clinics Oncology. The Medical Executive Committee met July 28. Bylaws met July 13. The bylaws finalized for distribution to the General Medical Staff in the near term.

GOOD OF THE ORDER

Mr. Jones said there was talk of a Quality Workshop in October. We would have October regular meeting, then the workshop, and no November regular meeting.

EXECUTIVE SESSION

Mr. Jones said there would be an executive session for personnel. The motion to go into executive session was made by Mr. Mathey; second by Dr. Sowada. Motion carried. Mr. Jones said the Board would reconvene in 10 minutes.

RECONVENE INTO REGULAR SESSION

At 4:57 PM, the Board came out of executive session and the motion to resume regular session was made by Dr. Sowada; second by Mr. Tardoni. 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 Dr. Sowada; second by Mr. Tardoni.

Credentials Committee Recommendations from July 14, 2020

1. Initial Appointment to Active Staff (2 years)
 - Dr. Christopher Hunnicutt, Radiology
2. Initial Appointment to Consulting Staff (1 year)
 - Dr. Bethany Lewis, Dermatology (U of U)
 - Dr. Eric Goldstein, Tele Stroke (U of U)
 - Dr. Justin Ly, Tele Radiology (VRC)
3. Initial Appointment to Locum Tenens Staff (1 year)
 - Dr. Johol Chan, OB/GYN
 - Dr. Neil Krulewitz, Emergency Medicine (U of U)
 - Dr. Jeffrey Lane, Emergency Medicine (U of U)
 - Dr. Wesley Pedicini, Emergency Medicine (U of U)
4. Reappointment to Active Staff (2 years)
 - Dr. Cody Christensen, Urology
5. Reappointment to Consulting Staff (2 years)
 - Dr. Frederick Welt, Cardiovascular Disease (U of U)
6. Reappointment to Locum Tenens Staff (1 years)
 - Dr. James Rao, Hospitalist
 - Dr. Jamal Jones, Emergency Medicine (U of U)
 - Dr. Jane Yee, Emergency Medicine (U of U)
 - Dr. Graham Brant-Zawadzki, Emergency Medicine (U of U)
7. New Business
 - AHP CME Statement – update Nurse Practitioner requirements

The motion to approve the CEO to execute and sign the contract discussed executive session was made by Dr. Sowada; second by Mr. Kelsey. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 4:59 PM.

Mr. Taylor Jones, President

Attest:

Mr. Marty Kelsey, Secretary