

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

March 5, 2025

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on March 5, 2025, at 2:00 p.m. with Dr. Barbara Sowada, President, presiding.

CALL TO ORDER

Dr. Sowada welcomed everyone and called the meeting to order.

Dr. Sowada requested a roll call and announced there was a quorum. The following Trustees were present: Judge Nena James, Mr. Marty Kelsey, Ms. Kandi Pendleton, Mr. Craig Rood, and Dr. Barbara Sowada.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Alicia Gray, Chief of Medical Staff; Mr. Geoff Phillips, Legal Counsel; and Mr. Taylor Jones, Sweetwater Board of County Commissioners.

Pledge of Allegiance

Dr. Sowada led the attendees in the Pledge of Allegiance.

Mission and Vision

Mr. Kelsey read aloud the mission and vision statements.

Mission Moment

Ms. Richardson shared a mission moment involving the mass casualty experience on February 14. She said it was amazing to see our entire team come together. She said we train, we prepare, and we took care of patients and families in a compassionate way. Ms. Richardson said we have wonderful physicians and staff. She said Dr. Ann Marie Clevenger, Chief Nursing Officer, did a very nice job leading Incident Command.

Judge James said she went to the Walk In Clinic twice and got such good care. She said the people were great. She said she was able to get in quickly, get good care, and the people there helped her a lot.

AGENDA

Dr. Sowada asked for requests for any items to be moved from the Consent Agenda to New Business. There were requests to move the Access to Personnel File, Revised Meeting Agenda Template, and Professional Practice Review Plan to New Business. Dr. Sowada asked if there were requests for Senior Leader or Board Committee Reports to be removed to New Business. There were requests to move Finance and Audit Committee and Quality Committee to New Business. The motion to approve the agenda with the items noted as moved to New Business as requested was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the February 5, 2025, regular meeting as presented was made by Judge James; second by Ms. Pendleton. Motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

Quarterly Progress Report on Strategic Plans and Goals

Dr. Sowada said this would be mentioned later in the meeting.

Employee Health Plan

Dr. Clevenger said the Plan has been rewritten and is now going through the appropriate committee review. She said it will be brought back when ready for consideration.

CONSENT AGENDA

The motion to approve the Consent Agenda as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried. Items approved: Capital Expenditure Requests, Bad Debts, Dress Code Employee Policy.

NEW BUSINESS

Quality Committee Charter Update

Dr. Sowada asked Trustees to let Ms. Stephanie Mlinar, Director of Quality, know if there are any questions/concerns regarding the proposed changes.

Capital Budget Amendment

Mr. Kelsey said we are getting close to the \$3M capital budget limit. He said staff believes we will exceed the total with the new capital expenditure requests and some other things coming up so they recommend the amount be amended from \$3M to \$4M. Ms. Tami Love, Chief Financial Officer, said we believe we will need \$1M additional to complete the projects for the fiscal year. Mr. Rood said we have the revenue for it and the requests are all things we need. The motion to approve the capital budget amendment as presented was made by Mr. Kelsey; second by Mr. Rood. Motion carried.

Request for County Capital Funds

Ms. Love said Mr. Phillips drafted a letter to the County Commissioners and we hope to present it to them at their March 18 meeting. She said it addresses the carryover funds they are holding for us. We plan to request funds for an OB Renovation Project and Roof Replacement Project. Mr. Rood said the projects are timely. Ms. Richardson said our plans were always to use the funds for solid projects like these. Dr. Sowada thanked Mr. Phillips for preparing the letter. Mr. Phillips said

the Commissioners and Mr. John DeLeon of the County Attorney's Office have been wonderful with their support of the Hospital. The motion to approve presenting the letter to the Commissioners as discussed was made by Mr. Kelsey; second by Judge James. Motion carried.

Employee Policies – Access to Personnel File

Mr. Kelsey asked about an item of concern he asked Mr. Phillips to investigate concerning requests from a third party. Mr. Phillips had proposed changes but they were not included in the board meeting packet until earlier in the day so Trustees may not have had a chance to review the updated information. The motion to approve the policy as updated by Mr. Phillips was made by Ms. Pendleton; second by Judge James. Motion carried.

Finance and Audit Committee

Mr. Kelsey said expenses are within budget. He said when we approved the FY2025 budget, we approved increasing FTEs by a certain number. He said we have a lot more employees than we had in 2024. He said in January 2024, our expense as a percentage of net patient revenue was 96.6%. He said this January, it was 99.1%. Mr. Kelsey said he wants to make the observation and stress the need to watch all key metrics.

Revised Meeting Agenda Template

Dr. Sowada thanked Mr. Kelsey, Ms. Pendleton, and Ms. Richardson for putting the new template together. Ms. Pendleton suggested moving approval of minutes under the Consent Agenda. Mr. Kelsey said when we move items at the beginning of the meeting, it would be nice to note where it is moved for reference.

Professional Practice Review Plan

Dr. Sowada said she understood there was only one change, however it would be nice to see the whole document. She said we can use it as an educational piece and requested the complete document be presented to the Board for review.

Quality Committee

Dr. Sowada said at an American Hospital Association Rural Hospitals meeting, a leader from Iverson noted CMS requires hospital boards to spend 25% of their time discussing quality. The rationale is since Covid, the quality measures in many hospitals have deteriorated. In hospitals where there is a focus on quality and discussion in public, measures seem to improve. Ms. Pendleton suggested focusing on some items more in-depth. Dr. Sowada said we will get a refresh on our public measures and we will figure out how to implement what is recommended.

REPORTS

Chief Executive Officer Report

Ms. Richardson said we continue to do great work on our strategic plan. She thanked Ms. Mlinar for developing a wonderful format to present information. Ms. Richardson said we get updates at the Performance Improvement and Patient Safety Committee (January was Patient Experience and

Employee Experience, February was Quality and Safety, March is Community Outreach and Growth, and Financial Stewardship), and included at the Quality Committee meetings. Ms. Richardson said she asked Senior Leaders to identify data for a flash report. She said we can never have enough data because we use that to make decisions. Ms. Richardson provided a quick legislative update and thanked our legislators. She said she presented at the Green River Chamber and the information was well-received. Ms. Richardson thanked Mr. Rood for attending. Ms. Richardson said with the local tragedy on February 14, we saw a large influx of patients and families. She said our Emergency Department saw so many people. She said the Clinics were wonderful to help and everyone pulled together to work as a team. She expressed our condolences to the families impacted. She said Governor Gordon held a press conference and was very complimentary of our hospital and expressed appreciation. Ms. Richardson said Mayor Mickelson invited her to participate in community town hall meetings in February. She said it is good for everybody to know how things will impact us. Ms. Richardson said she was invited to participate in the Inside Stakeholders Meeting. She thanked SWEDA for inviting her. She said economic development is so important to our recruitment and retention efforts. She said she participated in some really great sessions at the AHA Rural Healthcare Conference in San Antonio. She said it was great because participants are from entities more similar to us. Dr. Sowada and Ms. Richardson attended a special CEO and Board Chair session. Ms. Richardson said the agenda was wonderful. The conference will be held next year February 8-11 in San Antonio. Ms. Richardson said Doctor's Day is officially March 30 and we are celebrating April 10. She thanked Ms. Kerry Downs, Medical Staff Services Director, for arranging for the Wyoming Association of Medical Staff Services (WyAMSS) Conference to be held at our location April 3 and 4. Ms. Richardson invited the Board to attend. In conclusion, Ms. Richardson thanked the staff for truly living our mission, vision, and values every day. Dr. Sowada thanked Ms. Richardson for her report.

Medical Staff Services Chief of Staff Report

Dr. Gray reported Dr. Brianne Crofts was honored at the last General Medical Staff meeting for her leadership and dedication. Dr. Kyle Hoffman recently presented to the Rock Springs High School Health Academy. Dr. Gray said several medical staff committees convened. They approved a scholarship for a Wyoming WWAMI (Washington, Wyoming, Alaska, Montana and Idaho) student who had a paper accepted to present at an upcoming conference. Dr. Gray thanked everyone involved in the mass casualty event. She said the teamwork of our physicians (emergency, surgery, pediatrics, OB, anesthesia, and others) was wonderful. She commended everyone for coming together. Dr. Gray asked the Trustees to please let her know if there is other information they would like to have her report. She said she appreciates the opportunity.

County Commissioner Liaison Report

Commissioner Jones said we have 25% property tax reform and we are still working on changing the valuation model. He said the County asked for reductions last year and we are probably planning to ask again this year. He said we don't know where this will go or the full impact. He said the County does have reserves; they prefer to not dip into them. Dr. Sowada thanked Commissioner Jones for being our liaison. She said the relationship the County has with the Hospital is very good. She thanked the entire Board of County Commissioners. Commissioner Jones said they are a great group and he enjoys working with them and with the Hospital.

CONTRACTS

Consent Agenda

Mr. Kelsey said the items are not really consent agenda due to being informational.

GOOD OF ORDER

Mr. Rood said a report from the Foundation did not make it into the meeting packet. He said the final number for the Red Tie Gala was \$212,000. He said the next event is Casino Night in August.

EXECUTIVE SESSION

The motion to go into executive session at 3:03 p.m. to discuss legal, personnel, and items considered confidential by law was made by Ms. Pendleton; second by Judge James. Motion carried.

RECONVENE INTO REGULAR SESSION

The motion to leave the executive session and return to the regular session at 5:02 p.m. was made by Ms. Pendleton; second by Mr. Rood. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Pursuant to the notice provided in the agenda, the Board of Trustees held discussions and action was taken.

The motion to grant clinical privileges and appointments to the medical staff as discussed in executive session was made by Judge James; second by Dr. Sowada. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from February 11, 2025

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Stephen “Buck” Wallace, Emergency Medicine
 - Dr. Kara Willenburg, Infectious Disease
2. Initial Appointment to Active Staff (2 year)
 - Dr. Bramananda Koduri, Pediatrics
3. Reappointment to Active Staff (2 year)
 - Dr. Raoul Joubran, Gastroenterology
 - Dr. Preetpal Grewal, OB/GYN
 - Dr. David Duckwitz, Podiatric Surgery
4. Reappointment to Consulting Staff (2 year)
 - Dr. Robert Joodi, Tele-Radiology (VRC)
 - Dr. Ronald Sonken, Tele-Radiology (VRC)
 - Dr. David Tague, Tele-Radiology (VRC)
 - Dr. Ann Bruno, Maternal Fetal Medicine (U of U)
 - Dr. Blake Newman, Tele-Neuro (U of U)

The motion to approve contracts and authorize the CEO to sign as discussed in executive session was made by Judge James; second by Ms. Pendleton. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting was adjourned at 5:03 p.m.

Dr. Barbara Sowada, President

Attest:

Judge Nena James, Secretary