

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

July 9, 2025

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on July 9, 2025, at 2:00 p.m. with Ms. Kandi Pendleton presiding.

CALL TO ORDER

Ms. Pendleton welcomed everyone and called the meeting to order.

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

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Israel Stewart, Chief of Medical Staff; Mr. Geoff Phillips, Legal Counsel; and Mr. Taylor Jones, Sweetwater County Commission Liaison.

Trustee Appointment, Reappointment, Oath of Office

Mr. Phillips administered the Oath of Office to Judge James. Ms. Pendleton and the Trustees welcomed her back for the next term of service. Mr. Malicoat was unable to attend the meeting and will complete the Oath of Office at a future meeting.

Election of Officers

Ms. Pendleton reported the Governance Committee met and presented a slate of officers for FY26. The motion to approve the slate of officers as follows was made by Mr. Kelsey; second by Judge James. Motion carried.

President: Ms. Kandi Pendleton
Vice President: Mr. Marty Kelsey
Treasurer: Mr. Craig Rood
Secretary: Judge Nena James

Pledge of Allegiance

Ms. Pendleton led the attendees in the Pledge of Allegiance.

Mission and Vision

Mr. Rood read aloud the mission and vision statements.

Mission Moment

Ms. Richardson shared a recent visit with a couple needing assistance with test results from the Hospital being available to Huntsman before their next visit. Ms. Richardson said a number of staff responded immediately and made sure all of their needs were quickly met. Ms. Richardson thanked the staff and said it was gratifying to see that things went exactly how things are supposed

to go. The couple expressed their appreciation to Ms. Richardson and the Hospital for everything that we do here for the community.

Ms. Pendleton said she had requested permission from a patient to share a story about an experience they had while traveling to another country. The patient was able to return home to the United States but not without the extensive efforts of MHSC staff. Ms. Pendleton said the story shows that we really do have it very good here in Sweetwater County.

Ms. Deb Sutton, Director of Marketing, said we recently had an online review from a patient from Riverton. She said this is the second one out of Riverton in three weeks. The patient said they had to travel in to do a number of things and thanked Central Scheduling for making it possible to get everything done in one day to save them from having extra trips.

AGENDA

Ms. Pendleton asked for requests for any items to be moved from the Consent Agenda to New Business. There were no changes to the Consent Agenda. Ms. Pendleton asked if there were requests for Senior Leader or Board Committee Reports to be moved to New Business. There was a request for the Master Plan Review under Building and Grounds Committee and the Resolution Authorizing Participation in the Wyoming Class under Finance and Audit Committee to be moved. The motion to approve the agenda with the items noted as moved to New Business as requested was made by Judge James; second by Mr. Rood. Motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

Quarterly Progress Report on Strategic Plans and Goals

The next update will be presented to the Quality Committee in July and reported to the Board in August.

Professional Practice Review Plan

The information is still under review.

Patient Safety

The Board education for July is the patient safety topic.

CONSENT AGENDA

The motion to approve the Consent Agenda as presented was made by Mr. Kelsey; second by Judge James. Motion carried. Items approved: Meeting Minutes for June 4, June 9, June 26; Bad Debt; Credentialing Policy; Internal Medicine Privilege Form.

NEW BUSINESS

Committee Assignments

Ms. Pendleton said she sent an e-mail to the Trustees with committee appointments. She said the only change is she is remaining on the Governance Committee with Mr. Kelsey and Mr. Malicoat is assigned to the Human Resources Committee with Judge James. The updated list will be distributed to staff.

Annual Conflict of Interest Disclosure

Ms. Pendleton asked Trustees to complete the annual disclosure form and return to Administration at the end of the meeting.

Utilization Management Plan

Ms. Robin Jenkins, Director of Care Management, provided an overview. She said it is an annual plan requiring annual review and approval. Ms. Jenkins said the proposed changes are largely for clarity. Mr. Kelsey suggested some revisions. Ms. Jenkins said she would make the changes and bring back to the Board in August.

Performance Improvement and Patient Safety (PIPS) Plan

Ms. Stephanie Mlinar, Director of Quality, said there have been many changes to the Plan following work to combine two separate plans into one. She said responsibilities at all levels have been included with a goal to be more concise and clear. Ms. Mlinar said there were a lot of changes and invites questions and feedback. She said the draft has been approved by the Quality Committee and Medical Executive Committee. Mr. Phillips said he wants to make sure the Plan does not conflict with the new governance policy and requested review and discussion at the next Governance Committee meeting.

PIPS Priorities

Ms. Mlinar said the PIPS Committee looks at documentation and strategic priorities. The Committee identified focus items for FY26. Ms. Mlinar reviewed each of the proposed items. Ms. Pendleton said she was excited to see the plan and thinks it is put together well. She said it references many of the things the Board has been discussing. The motion to approve the PIPS Priorities as presented was made by Judge James; second by Mr. Rood. Motion carried.

Master Plan Review

Ms. Richardson said we contracted with the company PACT for a 10-year master plan design. She said Senior Leaders met and developed a plan update. The information was presented to the Building and Grounds Committee. She said the update includes the priorities list developed by Facilities. Ms. Richardson said the Master Plan is a living document and she outlined the priorities and plans. Mr. Rood said it is a great plan. Mr. Kelsey asked if Board approval is being requested. Ms. Richardson said we were not seeking formal approval at this time. Mr. Rood said he understands the Board will be asked to approve each project as presented. Ms. Pendleton said it

would be helpful to see a map to visualize the proposed changes. Ms. Richardson said we have budgeted money for Phase One in the current fiscal year.

Resolution Authorizing Participation in the Wyoming Class

Ms. Tami Love, Chief Financial Officer, reviewed the investment program. She said this is another option for an investment pool for us due to our affiliation with the County. She said Wyo Star has made changes so we have fewer options. Mr. Rood asked if there are concerns Wyoming Class will make similar changes moving forward. Ms. Pendleton said she has utilized Wyoming Class and seen no problems. Mr. Kelsey said he was very impressed with the presentation made at Finance and Audit Committee. The motion to authorize appropriate signing for the resolution to participate in Wyoming Class as presented was made by Mr. Kelsey; second by Judge James. Motion carried.

REPORTS

Chief Executive Officer Report

Ms. Richardson said a reception in the Dr. Pryich Healing Garden will be scheduled to recognize Dr. Barbara Sowada for her service on the Board. Ms. Richardson thanked Judge James for her commitment to serving another term and thanked her for her service. She said we look forward to having Mr. Malicoat join the Board. Ms. Richardson announced Dr. Alicia Gray has resigned as Chief of Staff. Patient care comes first for Dr. Gray. She will continue to serve as the Hospitalist Director and we are grateful for her focus on patients. The Medical Staff Bylaws state the Vice Chair becomes the Chair following a vacancy and that is Dr. Israel Stewart. Dr. David Liu becomes the Vice Chair. The Medical Staff will elect a new Secretary/Treasurer. Ms. Richardson thanked Dr. Gray for her dedication and leadership. Ms. Richardson provided an overview of strategic plan projects. Clifton Larson Allen will be onsite to conduct the audit in early August. Ms. Richardson invited the Trustees to attend the Wyoming Hospital Association Annual Meeting in Laramie September 3-4. She said the Hospital has been very busy and thanked the staff and physicians for their hard work.

Medical Staff Services Chief of Staff Report

Dr. Stewart introduced himself and said he is looking forward to learning more about his responsibilities as Chief of Staff. Ms. Pendleton thanked Dr. Stewart for accepting his new position and for attending the meeting. She said the Board appreciates his time.

County Commissioner Liaison Report

Commissioner Jones thanked Ms. Richardson for the Hospital Week gift and thanked Judge James for applying to remain on the Board. He thanked Ms. Richardson and Ms. Love for their cooperation in the County budget process. He said the Hospital has been good working with the County in past year, as well. He said he reminds the Commissioners the money provided to the Hospital is for maintenance, not for operating expenses. Commissioner Jones thanked the Hospital as a whole. Ms. Pendleton said Commissioner Jones gives great reports and is a great liaison for the Hospital. She said he always keeps important hospital information in the forefront.

CONTRACTS

No action was required and there were no comments.

EDUCATION

Hospital Board Quality & Safety – A Brief Overview

Ms. Mlinar said a short presentation was loaded in the portal. She provided a brief overview and said there is information included about the patient safety structural measure. Ms. Mlinar said we continue to work with being transparent with offering information. She asked the Trustees to complete the questions at the end of the PowerPoint to help us meet the structural measures. She invited Trustees to e-mail the answers to her and she would provide the answer key.

GOOD OF ORDER

Mr. Kelsey said he would like to see FY25 financial information for Unidine.

Mr. Kelsey said the FY26 budget includes a bonus for employees. He said if it is based on success, staff need to recommend some goals/measurements. He said the Board can choose to select to not tie it to anything but he cautioned about being mindful so it's not just continued year after year without a plan. He suggested full Board review and discussion.

EXECUTIVE SESSION

The motion to go into executive session at 3:28 p.m. to discuss litigation and personnel items considered confidential by law was made by Judge James; second by Mr. Rood. Motion carried.

RECONVENE INTO REGULAR SESSION

The motion to leave the executive session and return to the regular session at 5:11 p.m. was made by Judge James; 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 Mr. Rood. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from June 10, 2025

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Nathan Dreyfus, Emergency Medicine
 - Dr. Julia Ruggieri, Emergency Medicine
2. Initial Appointment to Consulting Staff (1 year)
 - Dr. Marina Bogdanovic, Tele-Psychiatry (QLER)

3. Reappointment to Active Staff (3 year)
 - Dr. Brianne Crofts, General Surgery
 - Dr. Benjamin Jensen, Anesthesia
4. Reappointment to Locum Tenens Staff
 - Dr. Jared Tyler, Anesthesia
5. Reappointment to Consulting Staff (3 year)
 - Dr. Marcela Smid, Maternal Fetal Medicine (U of U)
 - Dr. Lauren Theilen, Maternal Fetal Medicine (U of U)
 - Dr. Matthew Jensen, Tele-Neurology (U of U)
 - Dr. Raminder Nirula, Tele-ICU (U of U)
 - Dr. Michael Caruso, Tele-Radiology (VRC)
 - Dr. Michael Seymour, Tele-Radiology (VRC)
6. Reappointment to Non-Physician Provider Staff (3 year)
 - Julie Scott, Professional Counselor (SWCS)
7. New Business
 - Dr. Ken Holt – Modification of Privileges

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

The motion to approve the severance and release agreement as discussed in executive session was made by Judge James; second by Mr. Rood. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting was adjourned at 5:12 p.m.

Ms. Kandi Pendleton, President

Attest:

Judge Nena James, Secretary