

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

August 7, 2024

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on August 7, 2024, 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; Mr. Geoff Phillips, Legal; 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. Rood read aloud the mission and vision statements.

Mission Moment

Ms. Richardson shared a mission moment that occurred during the recent computer outage that affected the world. She recognized the Information Services Department and every employee who assisted in the process. She gave a huge shout out and thank you to everyone and said she is very proud of everyone for taking care of each other so we could take care of our patients.

Dr. Sowada said she and Ms. Richardson visited Converse County Memorial Hospital. Ms. Richardson was saluted by their CEO for the way we handled things during Covid. Dr. Sowada said it is nice to hear people around the state recognize our hospital.

AGENDA

The motion to approve the agenda as presented was made by Judge James; second by Mr. Rood. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the July 1, 2024, regular meeting as presented was made by Mr. Rood; second by Judge James. Ms. Pendleton abstained and the motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

Medical Staff Bylaws

Dr. Sowada reported the bylaws are still under review.

Board of Trustees Policy – Appointment to Board Committee Policy

The motion to approve the Appointment to Board Committee Policy as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried.

CY24 Infection Control Plan

The motion to approve the Calendar Year 2024 Infection Control Plan as presented was made by Ms. Pendleton; second by Judge James. Motion carried.

NEW BUSINESS

There was no new business presented.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson provided a strategic plan update including patient experience, quality and safety, community outreach and growth, employee experience, and financial stewardship activities. She said the stoplight and responsibility reports are built. We are still refining some items. Ms. Richardson said we hope to report to the Board quarterly. Critical Access Hospital provisional licensing is effective October 1, 2024. Cerner started the buildout with the expectation of being complete by September 1. The Joint Commission and the Wyoming Department of Health will visit for surveys. Ms. Richardson said we are closer to getting bids for the front of the Medical Office Building expansion project. The lab expansion project continues. Ms. Richardson invited Trustees to join her for any of the upcoming KREO radio live programs. The Wyoming Hospital Association annual meeting is in late August. Ms. Richardson said she was unable to attend the American Hospital Association leadership program due to the recent worldwide computer issues. The annual meeting is scheduled in February. The Board is invited to attend the September 17 event to celebrate nurse practitioners, physician assistants, and certified nurse midwives. Ms. Richardson thanked the Medical Staff Services (MSS) Department for always putting together great events to recognize our providers. Ms. Richardson recognized Ms. Pendleton for putting on a wonderful county fair and said we appreciate the opportunity to participate and be a part of this great community event. Ms. Richardson thanked the Board of Trustees for their ongoing support.

PRESIDENT OF THE MEDICAL STAFF REPORT

Ms. Kerry Downs, Medical Staff Services Director, shared a report from Dr. Crofts. She said the Medical Executive Committee met at the end of July. The General Medical Staff will meet September 18. Our new liability insurance company will present to the group. A bylaws meeting will be scheduled to discuss changes. Dr. Crofts expressed appreciation to the medical staff and to the MSS Department.

COMMITTEE REPORTS

Governance Committee

Mr. Kelsey said they did not meet. He said we need to see that policies are reviewed. The group identified some improvements to the policy on policies. Mr. Kelsey said it is a responsibility to assess the educational needs of the Board. He asked if anyone has any thoughts, ideas, or suggestions regarding board education to please e-mail Ms. Pendleton, Mr. Kelsey, or Ms. Richardson.

Quality Committee

Dr. Sowada said a summary is available in the meeting packet. She thanked the Quality Department for putting that information together. She said the team is working to pull together a comprehensive document to incorporate quality goals and strategic plan initiatives. Ms. Stephanie Mlinar, Director of Quality, said she is presenting the information to groups that report in and she is getting good feedback.

Human Resources Committee

Ms. Pendleton said they did not meet in July.

Finance & Audit Committee

Mr. Kelsey said the Committee has not typically met in July but needed to this year.

Capital Expenditure Requests: The request to approve capital expenditure request FY25-1 for \$522,820 for an x-ray system (sole source and budgeted) to replace 17-year-old equipment as presented was made by Mr. Kelsey; second by Judge James. Motion carried.

The request to approve capital expenditure request FY25-2 for \$316,373 for an x-ray system (sole source and budgeted) to replace 24-year-old equipment as presented was made by Mr. Kelsey; second by Judge James. Motion carried.

Laboratory Expansion Change Order – Sewar Line: The motion to approve the change order for \$134,013 as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried.

Medical Imaging Phase II CMAR – Grothouse: The motion to accept the guaranteed maximum price proposal from Grothouse for \$1,184,137 as presented was made by Mr. Kelsey; second by Judge James. Motion carried.

Bad Debt: Mr. Kelsey said the amount presented is the highest he has seen. Mr. Ron Cheese, Director of Patient Financial Services, said we have been working with CliftonLarsonAllen and one of the items identified was all the smaller accounts over a year old. Mr. Cheese said we dedicated an employee to review those accounts. They were mainly self-pay accounts moved to bad debt. Mr. Cheese said we should not have to do this amount again. The motion to approve the net bad debt and recoveries as presented of \$2,740,545.46 was made by Mr. Kelsey, second by Ms. Pendleton. Motion carried.

Foundation Board

Mr. Rood said he was unable to attend the last meeting. Ms. Richardson said we are having a casino night in October and the Red Tie Gala in February. The Foundation Board is reviewing the expenditure process.

Buildings & Ground Committee

Mr. Rood said the information is in the meeting packet and has been reviewed by the Finance and Audit Committee.

Compliance Committee

Ms. Pendleton said the information is in the meeting packet.

GOOD OF ORDER

There were no comments.

EXECUTIVE SESSION

The motion to go into executive session at 2:51 p.m. to discuss personnel and legal 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 4:50 p.m. was made by Ms. Pendleton; second by Judge James. 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 Ms. Pendleton. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from July 9, 2024

1. Initial Appointment to Active Staff (2 year)
 - Dr. Kyle Hoffman, General Surgery
 - Dr. May Poundstone, Adult and Pediatric Hospitalist
2. Reappointment to Active Staff (2 year)
 - Dr. Cody Christensen, Urology
 - Dr. James Fierbaugh, Emergency Medicine
 - Dr. Jacob Johnson, Family and Occupational Medicine
3. Reappointment to Consulting Staff (2 year)
 - Dr. Katharine Clapham, Cardiovascular Disease (U of U)
4. Reappointment to Non-Physician Provider Staff (2 year)
 - Katherine Moczulski, Family Nurse Practitioner
 - Michal Zanetti-Love, Clinical Social Work (SWCS)

The motion to approve the CEO salary of \$395,000 retro to July 15, 2024, as discussed in executive session was made by Judge James; second by Ms. Pendleton. Motion carried.

ADJOURNMENT

Dr. Sowada reminded the Trustees the September meeting will be in Green River.

There being no further business to discuss, the meeting adjourned at 4:52 p.m.

Dr. Barbara Sowada, President

Attest:

Judge Nena James, Secretary