

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

December 4, 2024

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session via Zoom on December 4, 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, and Dr. Barbara Sowada. Excused: Ms. Kandi Pendleton and Mr. Craig Rood.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Brianne Crofts, Medical Staff President; 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

Judge James read aloud the mission and vision statements.

Mission Moment

Ms. Richardson said we received positive feedback from new contract staff participating in new employee orientation. They said they had never worked anywhere that made them feel so welcomed and valued. Ms. Richardson thanked everyone for the work they do during orientation to reinforce our culture.

AGENDA

The motion to approve the agenda with the change to review the changes to the Medical Staff Bylaws rather than approve under Old Business as requested by Mr. Kelsey was made by Judge James; second by Mr. Kelsey. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the November 6, 2024, regular meeting with a typographical correction as noted by Dr. Sowada was made by Judge James; second by Mr. Kelsey. Motion carried.

COMMUNITY COMMUNICATION

Commissioner Jones said he received an e-mail from Commissioner Island Richards regarding an impact funding award made to the Hospital as part of a recent industrial siting hearing. He said everyone involved did a great job. Dr. Sowada thanked Commissioner Jones for everything they are doing for our community and for the Hospital.

OLD BUSINESS

Medical Staff Bylaws

Mr. Kelsey said he would like additional time to review the information. Mr. Phillips said he will review. Dr. Sowada said the Board is looking at a few designated sections. Judge James said we need to look at how it all melds together. She said she appreciates the highlighted changes and thinks we need to review all in context. Judge James gave an overview of the Joint Conference Committee process. She said the bylaws review was a learning journey and quite a task. She said the information was well-done and presented. Judge James said the delineation between NPPs and APPs was very important. She said it is important to adhere to the value of respecting individuals. The bylaws are a living document and have to be reviewed and modified accordingly. Dr. Sowada said one other item of concern was term limits for officers. She said the Medical Executive Committee (MEC) chose not to put term limits in. Dr. Sowada said limits are the recommendation of medical staff governance and board governance experts. Ms. Kerry Downs, Medical Staff Services Director, said the MEC was fine putting limits in but the General Medical Staff voted on it and made the decision to not include the term limits. Dr. Crofts said she agrees this is a living document. She said there is already some discussion of additional changes. She said the group had a long discussion of term limits and looked to compare with other Wyoming hospitals. She said we are a group you have to make very specific requirements to be a part of and positions have to be voted in every year. Dr. Crofts said most physicians don't go into medicine to do the political part of it. She said there are methods to remove someone not doing a good job. There was 50% approval on term limits but the requirement is a two-thirds vote. Dr. Crofts said when we first revamped the bylaws in 2018, no one felt strongly one way or the other. We must make sure our model for mentorship is really mentoring. All agree that training is not the same. Dr. Crofts said we want to make sure people are supported to do a great job for our patients. Dr. Sowada asked Dr. Crofts to elaborate more on the mentorship training and she reviewed. She said APPs have the training but not the residency piece. The Medical Staff feels they still want to foster that learning piece. Dr. Crofts said mentorship specific to work in the practice is defined in the privileges form, not in the bylaws. She said it is based on your years of services. She said we always work to ensure we are practicing safe care. Dr. Crofts said privileges are a work in progress, too. Dr. Sowada said the bylaws will be brought back in January for approval of the specific changes, not the full document.

Patient Safety Plan

The motion to approve the Patient Safety Plan as presented was made by Judge James; second by Mr. Kelsey. Motion carried.

Professional Practice Review Plan

Dr. Sowada said this is a second read but it was a long document and took some time to review. She asked for more information on stewardship information that was removed. Ms. Stephanie Mlinar, Director of Quality, said when read by the Medical Staff at Peer Review, they did not consider it utilization review and did not interpret that way so they asked for the language to be removed. Dr. Crofts said if it's a measure, we need meaningful data. She reviewed systemwide OPPE and said it is not that the Medical Staff doesn't think utilization is important, it's just not for OPPE. Dr. Sowada said she understands data must be meaningful and impactful. The motion to approve the Professional Practice Review Plan as presented was made by Judge James; second by Mr. Kelsey. Motion carried.

Credentials Committee Privilege Forms

FPPE Policy and Attachments: The motion to approve the Focused Professional Practice Policy (FPPE) form as presented was made by Judge James; second by Mr. Kelsey. Motion carried.

NEW BUSINESS

Health Equity Plan

Ms. Mlinar provided an overview and said we revamped the charter to have a lot smaller work group with a focus on specific patient data. She said this showed up on our October Care Compare report for the first time. Dr. Sowada said this is a CMS and a Joint Commission initiative. She thanked Ms. Mlinar for slimming the group down and tailoring it to fit in Sweetwater County.

SENIOR LEADER REPORTS

Dr. Sowada thanked the Senior Leaders for submitting written reports and asked if anyone had any questions. She said the reports are meaningful and provide information that the Trustees don't always hear otherwise. She said the information is really helpful and definitely appreciated. Mr. Kelsey said he really appreciates the written reports and thanked the Senior Leaders for going to that effort to make this happen. He noted the Information Services Director has done a nice job for the Hospital. He is not a Senior Leader but Mr. Kelsey would like a brief oral presentation to the Board at an upcoming meeting. Mr. Kelsey said he would like the Board to hear from him because his group has a lot going on and is doing a good job.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson reported The Joint Commission (TJC) was here November 12. We had a successful survey with minimal findings. She thanked everyone who helped in this process and met with the surveyors as well as everyone providing support. Ms. Richardson said we are looking forward to moving forward with our Critical Access designation. Ms. Mlinar was recognized for making an extra proactive effort to contact TJC to mitigate a finding. Ms. Richardson said we continue to work on the Strategic Plan. We are hearing a lot of great things in the leadership training. We presented at the Pulse of Southwest Wyoming meeting. Ms. Richardson thanked Ms. Pendleton, Mr. Rood, and Commissioner Jones for being there. She said we gave an update on upcoming legislation. We asked the group to keep workplace violence on their minds because this is a very important issue and legislation did not pass last year. There is a provider enrollment bill this year. The group talked about the OB Deserts in Wyoming and what the state's role may be in the process. Ms. Richardson said we brought in Clifton Larson Allen to help us with our revenue cycle improvement work. Their work comes to a close at the end of December and we will move forward to keep momentum going. A Board Special Meeting is planned January 28 to review the Master Plan. We will discuss prioritization and funding. Ms. Richardson thanked everyone for helping us offer a wonderful Veterans Day lunch event. We had an OB onsite visit scheduled but the person was not able to come onsite as planned. We are having to cover with Locums and doing the best we can. There are 2,200 openings in OB right now so we are competing with everyone for providers. Ms. Richardson invited everyone to join us for our Community Christmas Event December 6 and walk with us in the Rock Springs Lighted Parade December 7. The employee holiday meals are scheduled December 12. Ms. Richardson thanked staff for everything they have done all year. She said we are all working on so many things and everyone is doing a great job. She wished everyone a Merry Christmas.

PRESIDENT OF THE MEDICAL STAFF REPORT

Dr. Crofts said the Medical Staff met before Thanksgiving. She said everyone appreciated the meal provided by Ms. Richardson. Dr. Crofts thanked Ms. Downs and her team for putting everything together and for all they do. She said new officers and department chairs have been elected. Dr. Alicia Gray is the incoming Medical Staff President. Dr. Crofts said she has appreciated all the support and encouragement she has received in her role. She said she is excited for her colleagues to take on their new roles. Dr. Crofts thanked the OR staff for all the help they have provided to her with her cases. She wished everyone a Merry Christmas and Happy New Year. Dr. Sowada thanked Dr. Crofts for all she has done for the Medical Staff and the Hospital. She wishes her a lot of success in her next steps and new roles. Ms. Mlinar thanked her for being instrumental in helping us look at the right things and spend time on the right things.

COMMITTEE REPORTS

Buildings & Ground Committee

Mr. Kelsey said he couldn't attend the last meeting. He shared a concern that the oncology suite project seems to be dragging out forever. Ms. Love, Chief Financial Officer, said there has been an issue with getting subcontractors back in there. She said it sounded like we are pretty close to finishing. Mr. Kelsey said there is also a concern with parking and wants to ensure this is being addressed in the Master Plan.

Governance Committee

Mr. Kelsey said the group can't do much until they get the policy about policies with Mr. Phillips' approval and then they can bring that to the Board for review.

Finance & Audit Committee

Bad Debt: The motion to approve the net bad debt and recoveries as presented of \$2,066,929.38 was made by Mr. Kelsey, second by Judge James. Motion carried.

Mr. Kelsey said expenses seem to be under control and we saw a slight gain. He said we decided we need a continuing effort on the part of staff to provide detailed information to keep things on track. We are seeing some progress. We would like to see a high-level summary report. Mr. Kelsey said we all know this is a very important thing and we need to make absolutely sure we have the right people on the bus – competent and trained - to make sure it happens.

All other committee information is in the meeting packet.

CONTRACTS

Consent Agenda

Dr. Sowada asked Ms. Richardson to provide a brief overview of each of the contracts she signed. Ms. Love was invited to review.

GOOD OF ORDER

The January meeting date was moved from January 1 to January 8 due to the holiday.

Ms. Richardson said she promoted Ms. Jodi Cheese to Practice Manager at the Specialty Clinics and Ms. Misty Cozad to Practice Manager at the Family Medicine and Walk-In Clinics. She said both have been added to the Leadership Team and are doing a great job.

Ms. Richardson thanked Dr. Crofts for her service as Medical Staff President. She said she has done an excellent job and is appreciated.

Mr. Kelsey gave a shout out to the IT Department, particularly Mr. Terry Thompson, Director, and Mr. Abram Jewell for their work to get a new iPad working for him.

Dr. Sowada wished everyone a merry Christmas, Happy New Year, and any holidays they are celebrating. She encouraged everyone to stay healthy and well, and have safe travels.

EXECUTIVE SESSION

The motion to go into executive session at 3:27 p.m. to discuss legal, personnel, and items considered confidential by law was made by Mr. Kelsey; second by Judge James. Motion carried.

RECONVENE INTO REGULAR SESSION

The motion to leave the executive session and return to the regular session at 4:51 p.m. was made by Judge James; second by Mr. Kelsey. 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. Kelsey. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from November 12, 2024

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Mark Neimat, Hospitalist
 - Dr. Anupam Arora, Hospitalist
 - Dr. Sheila Algan, Orthopedic Surgery
2. Initial Appointment to Consulting Staff (1 year)
 - Dr. Alison Brann, Cardiovascular Disease (U of U)
 - Dr. Henry Onyeaka, Tele-Psychiatry (QLER)
3. Reappointment to Active Staff (2 year)
 - Dr. Rasheel Chowdhary, Pulmonary Medicine
 - Dr. Lawrence Lauridsen, Family and Occupational Medicine

4. Reappointment to Consulting Staff (2 year)
 - Dr. Christian Van Kirk, Tele-Radiology (VRC)
 - Dr. Jennifer Majersik, Tele-Stroke (U of U)
 - Dr. Lee Chung, Tele-Stroke (U of U)

ADJOURNMENT

There being no further business to discuss, the meeting was adjourned at 4:53 p.m.

Dr. Barbara Sowada, President

Attest:

Judge Nena James, Secretary