

**MINUTES FROM THE SPECIAL MEETING
MEMORIAL HOSPITAL OF SWEETWATER COUNTY
BOARD OF TRUSTEES
AND MHSC FOUNDATION BOARD**

April 26, 2018

The Board of Trustees of Memorial Hospital of Sweetwater County met in special session with the Hospital Foundation Board on April 26, 2018, at 6:00 PM with Mr. Richard Mathey, President, presiding.

CALL TO ORDER

Mr. Mathey called the meeting to order and announced a quorum with all Trustees present. The following Trustees were present: Mr. Taylor Jones, Mr. Marty Kelsey, Mr. Richard Mathey, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Mr. Mathey welcomed the Foundation Board. Present: Ms. Dianne Blazovich, Ms. Becky Costantino, Mr. Fred Von Ahrens.

Officially present: Ms. Irene Richardson - Chief Executive Officer, Ms. Tiffany Marshall – Foundation Director, Ms. Suzan Campbell – Chief Legal Executive and General Counsel, and Mr. John Kolb – Sweetwater Board of County Commissioners.

FOUNDATION BOARD UPDATE

Mr. Von Ahrens said it has been an interesting year. He said there is a lot of excitement about the strategic plan. Mr. Von Ahrens reported the Gala was successful and said Ms. Marshall did a super job. He said we had \$85,000 net last year and \$121,000 this year. Mr. Von Ahrens thanked the Board of Trustees for their presence and their good humor. Mr. Kolb said he thought the fundraiser was great. He said he enjoyed the interaction with the Board. Mr. Von Ahrens said the Foundation is working on a golf classic August 5. He said the Foundation Board is watching employee contributions closely. He said Ms. Marshall is involved in grant work. Mr. Von Ahrens said when he talks to doctors and nurses in the facility he gets good feedback on what the Foundation and Hospital Board are doing.

FOUNDATION DIRECTOR UPDATE

Ms. Marshall provided more details on the golf event. Mr. Von Ahrens said we need to be visible in all areas of the County and feels it's good to have the golf event in Green River. Ms. Marshall said we are planning to make the golf event as fun as possible. She said employee contributions took a big hit this year. She said our employees donated over \$40,000 last year. With only four payments left this year, we are at \$14,198. She said there were over 90 donors last year and only 26 this year. She said the decrease has completely destroyed the Fellow Employee Assistant Team (FEAT) and Patient Financial Assistance (PFA) programs. Ms. Blazovich said we cannot use Gala funds for the FEAT grants, we can only use employee donations. She said the Gala funds are earmarked. Ms. Marshall said the Hospital has been paying the PFA expenses. She said the Hospital now has our strategy and Senior Leaders are in place so we can get this going again. She is hoping the next campaign will go better. Ms. Marshall is looking into getting every employee to donate at least \$1. Another idea is if employees support the Foundation, the Foundation supports you outside of work. She said we are not ready to roll that one out yet. Ms. Marshall said she would like to move to continual donations instead of annual donations. Mr. Jones suggested an

end-of-year campaign push. Ms. Blazovich suggested asking former recipients of FEAT grants to submit a brief testimonial in an employee newsletter. Ms. Marshall said she is focusing on the new campaign. Mr. Mathey asked Ms. Campbell to add and emphasize donations to the Foundation in the new Human Resources policies. Ms. Marshall shared the process the hospital in Sheridan follows where all new hires are enrolled in donations when hired. Ms. Marshall outlined the guardian angel program. She cut that program when she first arrived because it was costing more than we were getting back. She is going to bring it back with some changes. Ms. Marshall wants to incorporate it into the "Guide to your Stay" we are working on. She said we are looking at different ways to bring in dollars from different avenues. Ms. Marshall asked people to let her know about any programs they have heard other hospitals are doing. Ms. Marshall reported we recently hosted the Rock Springs Chamber Leadership group. She took the group on a hospital tour. She said she enjoys having groups in because it helps her get contacts. Ms. Marshall invited anyone with groups to please let her know if they would like a tour. Ms. Marshall reported on two grants: 1) breast health initiative for \$5,000; 2) regional cancer prevention and cancer care coordination site \$196K over two years. Ms. Marshall is developing press releases. She distributed packets of information to the Foundation Board for review.

HOSPITAL BOARD UPDATE & RELATIONSHIP BETWEEN BOARDS

Mr. Mathey said service on the Board is more gratifying and satisfying these days and reviewed the work of the Board over the past year. He said the Board is spending more time doing what a hospital board should be doing and working to make the Hospital better. He said they are still learning. Mr. Mathey said that from his perspective the workload is way down and he appreciates that. He said he was spending about 20 hours a week and is now at the Hospital about 8 hours a week. He said he finds working with Ms. Richardson to be a delight. Mr. Mathey said the Board has the luxury to talk about what kind of Board they are and what kind they want to be regarding governance and management. He said it is an interesting and appropriate conversation to have at this time. Mr. Mathey said about a year ago, Ms. Campbell was requested to help with Foundation bylaws. The work caught the attention of the Board's legal counsel because the Foundation is a separate legal entity and there were questions about appropriateness and potential conflict-of-interest issues. A bigger concern was vicarious liability to the Hospital. Mr. Mathey said this is not prompted by any of the Board of Trustees and not due to him personally being dissatisfied with the Foundation Board. He said that when reviewing the bylaws, the Foundation Board may want to make some changes and mentioned the process where the Trustees must approve new members on the Foundation Board. Mr. Mathey said we looked into insurance coverage. The Foundation is insured under the Hospital's policy but there were gaps in coverage and those have now been filled by riders to our policy. Mr. Mathey has been concerned about our risk of losing 501(c)(3) status. He said Ms. Teresa Noble from the Foundation Board has reviewed the information and is not concerned. Ms. Blazovich reviewed her service on the Foundation Board, the changes that have occurred over that time, and the relationship between the Hospital Board and the Foundation Board. Mr. Von Ahrens said he is involved with many boards and said he hopes we keep the open relationship and transparency. He feels the new strategy will help. It's important to be informed and aligned. Ms. Marshall said she would add this discussion to the May 9th Foundation Board meeting agenda for discussion. Mr. Kolb said it's clear we all have the same goal here to support the Hospital. He thanked everyone for what they do.

CHIEF EXECUTIVE OFFICER UPDATE

Ms. Richardson said it has been a pleasure working with the Hospital Board, Commissioner Kolb as our Liaison, and the Foundation Board. She said she appreciates the Foundation helping bridge the gap when

we froze our capital to increase our cash. She said we are so appreciative to everything the Foundation does. Ms. Richardson thanked everyone who attended the strategic planning retreat. She reviewed the process and said the group created a skeleton outline for Board approval. We are creating workgroups to develop plans, timelines, and budgets. She invited everyone interested to participate. Ms. Richardson reviewed an article on kindness and said she would distribute. She provided a financial update and outlined the budget process. Ms. Richardson said The Joint Commission was onsite earlier in the day and would return the following day. She said the Facilities group did an excellent job. Ms. Richardson announced the April 27th celebration of being at this location 40 years and invited everyone to join us for cookies in the lobby. She said she is working with Ms. Deb Sutton, Public Relations and Marketing Director, to plan a huge community event in November to celebrate 125 years. Ms. Richardson said we are celebrating Hospital Week May 7 – 11. We have different celebrations each day. She invited everyone to participate in events that week. Ms. Richardson said she will speak at the June 1 Proud Wyoming Woman event. She said we were awarded a grant for care transition about three or four years ago. The program completely took off and when the money ran out, we decided to keep it going with our funding. We currently have 350 patients in the program and it is led by Ms. Patty O'Lexey. Ms. Richardson said the Wyoming Mountain States Council asked us if we would be the pilot program of their chronic care management program. She said this will be excellent for our patients.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 8:15 PM.

The next joint meeting is scheduled Thursday – July 26, 2018, at 6:00 PM. Dinner will be provided at 5:30 PM.


Mr. Richard Mathey, President

Attest:


Mr. Marty Kelsey, Secretary