

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

February 1, 2023

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on February 1, 2023, at 2:00 p.m. with Dr. Barbara Sowada, President, presiding.

CALL TO ORDER

Dr. Sowada welcomed everyone and called the meeting to order. She welcomed Commissioner Robb Slaughter and said we look forward to working together.

Dr. Sowada requested a roll call and announced there was a quorum. The following Trustees were present: Mr. Taylor Jones, Mr. Marty Kelsey, Ms. Kandi Pendleton, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Brianne Crofts, Medical Staff President; and Mr. Geoff Phillips, Legal Counsel.

Pledge of Allegiance

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

Our Mission and Vision

Dr. Sowada read aloud the mission and vision statements.

Mission Moment

Ms. Richardson said she was approached by someone in a local store. The person said they have been so pleased with services at the Cancer Center. The person said the staff are amazing, compassionate, and kind. The person was so happy to be able to stay home and not travel for treatment. Dr. Sowada said we are very fortunate to have the Cancer Center here.

AGENDA

The motion to approve the agenda as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried.

APPROVAL OF MINUTES

The motion to approve the minutes of the January 4, 2023, regular meeting as presented was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

COMMUNITY COMMUNICATION

Commissioner Slaughter said he is very excited to be the liaison to the Hospital. He said he will be a conduit of information and is very excited about what we can do together. Commissioner Slaughter said we are very fortunate in Sweetwater County to have the people serving on the Board and the people working here. He said he is glad to participate in anything we want him to and asked that we let him know what we want him to participate in regarding committees. Commissioner Slaughter said he wants to maintain open communication. Ms. Richardson said we appreciate Commissioner Slaughter and all of the Commissioners. Dr. Sowada said we are very grateful to the Commissioners for their generosity and helpfulness. She said we appreciate the relationship.

OLD BUSINESS

Employee Policies

The motion to table action on the Workplace Violence Prevention Policy and Program while discussions continue at the Committee level was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

Finance and Audit Committee Charter

The motion to approve the updates to the Finance and Audit Committee as presented was made by Mr. Tardoni; second by Mr. Jones. Motion carried.

NEW BUSINESS

Patient Safety Plan

Dr. Sowada said the Plan has been approved by the Quality Committee and Medical Executive Committee. Mr. Kelsey said he thought the Plan was well done. The Plan will be brought back to the Board with a request for approval at the March meeting.

Credentials Committee Privilege Forms

Ms. Kerry Downs, Director of Medical Staff Services, said we are working on revising credentials to standardize the format for all specialties. The forms presented have been approved by the specialties, department chairs, and the Medical Executive Committee. She said all are subject to peer review. The motion to approve the forms as presented was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

Ms. Downs said our current reappointment timeframe is two years. The Joint Commission updated their requirement to three years. The three years timing meets with Wyoming requirements. The proposed change has been approved by the Credentials Committee and the Medical Executive Committee. Ms. Downs said we will need to change the Medical Staff Bylaws to incorporate the change following Board approval. The motion to approve the reappointment timeframe change as presented was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson thanked Commissioner Slaughter for being at the meeting and said she has extended an invitation to provide a hospital orientation overview to Commissioner Slaughter, Commissioner West, and Commissioner Richards in their new roles. Ms. Richardson provided an update on the strategic plan areas of patient experience, quality and safety, community and growth, workplace experience, and financial stewardship. Dr. Sowada thanked Ms. Richardson for the report and said Ms. Richardson will be presenting at the American Hospital Association Rural Healthcare Conference in San Antonio later in February.

COMMITTEE REPORTS

Quality Committee

Mr. Jones said the information is in the meeting packet.

Human Resources Committee

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

Finance and Audit Committee

Mr. Tardoni said the information is in the meeting packet. He noted we are on-track with our financial goals.

Bad Debt: The motion to approve the net potential bad debt of \$1,504,537.11 as presented was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

Building and Grounds

Mr. Kelsey said the information is in the meeting packet. He said staff and architects are busy getting our lab project off the ground. Mr. Kelsey said this is a big, exciting project. Mr. Jones asked about the lightning project status. Mr. Kelsey said we hope to know more within the next month. Ms. Pendleton asked about the timing of the current Foundation area grant work. Ms. Richardson said the lab project and Foundation area project will be happening at the same time.

Foundation

Mr. Jones said our community has been incredible in their support of the upcoming Red Tie Gala. He thinks it will be a record-setting event. Mr. Jones thanked the Board of Trustees for contributing to the live auction item. Ms. Richardson expressed appreciation to the large number of volunteers.

Compliance Committee

Ms. Pendleton said the information is in the meeting packet. She said the Committee will not meet in February.

Governance Committee

Dr. Sowada said information will be in the March packet due to timing of the Committee meeting.

Executive Oversight and Compensation Committee

Dr. Sowada said there is nothing to report.

Joint Conference Committee

Dr. Sowada said the Committee has not met.

CONTRACT REVIEW

The motion to approve the First Amendment to Agreement for Physician Professional Services for the Emergency Department as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. Mr. Phillips commended Ms. Richardson for the very good job she did representing the Hospital and negotiating on our behalf.

EDUCATION

Ms. Stevie Nosich, Environmental Safety Officer, and Ms. Amber Fisk, Human Resources Director, provided an overview of M.O.A.B. (Management Of Aggressive Behavior) training. The M.O.A.B. program is endorsed by The Joint Commission. Ms. Fisk said it is de-escalation training. Ms. Nosich said OSHA put out an updated list with healthcare moving higher on the list for potential violence in the workplace. She reported we have educated 154 employees and have plans to offer training to more moving forward. The Trustees are invited to participate. Ms. Nosich said we have received great feedback from staff. M.O.A.B. information is also included in our annual education program.

MEDICAL STAFF REPORT

Dr. Crofts provided an update of medical staff meetings and education.

GOOD OF THE ORDER

Mr. Kelsey said he heard the Covid emergency may be declared ended in May. He said when Covid first hit, the Board granted some additional financial authority for expenses to the CEO on an emergency basis. He asked what staff and the Board are thinking regarding that remaining in place indefinitely and said if we want to continue, we should codify in policy. Dr. Sowada suggested discussing the topic at the next Governance Committee meeting. Mr. Phillips offered to draft a document for the Committee.

EXECUTIVE SESSION

The motion to go into executive session was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

RECONVENE INTO REGULAR SESSION

At 4:18 p.m., the motion to leave executive session and return to regular session was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to approve the list of clinical privileges and granting appointments to the Medical Staff as reviewed in executive session was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from January 11, 2023

1. Initial Appointment from Locum Tenens to Active Staff (2 years)
 - Dr. Preetpal Grewal, OB/GYN
 - Dr. Razvan Ducu, Hospitalist
2. Initial Appointment to Associate Staff (1 year)
 - Dr. Brahmananda Koduri, Pediatrics
3. Reappointment to Active Staff (2 years)
 - Dr. Michael Bowers, Family Medicine
 - Dr. Steven Croft, Anesthesia
 - Dr. Kurt Hunter, Family Medicine
 - Dr. Weston Jones, Pediatric Dentistry
 - Dr. Peter Jensen, Ophthalmology

The motion to approve the contract presented by the CEO and authorize the CEO to sign the contract as discussed in executive session was made by Ms. Pendleton; second by Mr. Jones. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 4:20 p.m.

Dr. Barbara Sowada, President

Attest:

Ms. Kandi Pendleton, Secretary