

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

**February 2, 2022**

The Board of Trustees of Memorial Hospital of Sweetwater County met via Zoom in regular session on February 2, 2022, at 2:00 PM with Mr. Taylor Jones, President, presiding.

**CALL TO ORDER**

Mr. Jones called the meeting to order and announced there was a quorum. The following Trustees were present online at the call to order: 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; Mr. Geoff Phillips, Legal Counsel; Mr. Jeff Smith, Sweetwater County Board of County Commissioners Liaison.

**Pledge of Allegiance**

Mr. Jones led the attendees in the Pledge of Allegiance.

**Our Mission and Vision**

Mr. Jones read aloud the mission and vision statements.

**APPROVAL OF MINUTES**

The motion to approve the minutes of the January 5, 2022, regular meeting as presented was made by Dr. Sowada; second by Mr. Tardoni. Motion carried.

**COMMUNITY COMMUNICATION**

There were no comments.

**OLD BUSINESS**

**COVID-19 Preparation and Recovery – Incident Command Team Update**

Ms. Kim White, Incident Commander and Director of Emergency Services, provided a Covid-19 update. She said Covid same day testing supplies are limited due to a nationwide shortage. The State is only able to test for the omicron variant, we are unable to test for the strain locally. She offered to find more information from the State and report next month. Ms. White said we continue to offer a drive-thru vaccine clinic one day a week on Tuesdays only from 3:00 – 6:00 PM. We are arranging patient transfers with other locations on a case-by-case basis. We continue to offer monoclonal antibodies. We are hopeful the positive cases will start trending down. Mr. Jones thanked Ms. White for the update.

### **Rules of Practice Governing Hearings**

Mr. Phillips reported we are still in the middle of the comment period. He said he will seek approval from the Board once the comment period has passed. Mr. Phillips said we will need to sign and approve following the comment period.

### **Risk Management Program**

Mr. Kelsey said a small group met and Ms. Richardson shared with the group we are doing everything risk management would entail. Mr. Kelsey said he agrees and given the size of the Hospital and Ms. Richardson's confidence, we are handling well, and he is of the opinion we should keep doing what we are doing. Ms. Richardson shared she contacted hospitals around Wyoming. Their programs vary based on their size and resources. She said we already perform the items now and she feels we have our bases covered and are using our resources wisely.

### **Compliance Program**

Mr. Kelsey said the Committee will meet later in the month. Ms. Suzan Campbell, In House Counsel, is working on the plan document. It should be ready for approval at the February Committee meeting and then moved on to the Board for review in March.

### **Employee Policy: Non-Discrimination and Anti-Harassment**

Ms. Campbell said the policy was given to the Board the previous month. The current version is updated following input from the Board. She said this will replace the current policy. Mr. Kelsey thanked Ms. Campbell for considering and making the change to the hostile work environment language and said he supports the policy as written. The motion to approve the policy as presented was made by Dr. Sowada; second by Ms. Pendleton. Motion carried.

### **Human Resources Charter**

Dr. Sowada said this is the second read for the charter. She reported the Committee met and added for the safety of employees information. The motion to approve the charter as presented was made by Dr. Sowada; second by Ms. Pendleton. Motion carried.

### **Medical Staff Bylaws**

Mr. Jones said we have been working on the update for a period of time. The information was sent for review. Mr. Kelsey asked if Mr. Phillips has reviewed and put his stamp of approval on the final draft. Mr. Phillips said he has not, he requested a copy of the update, and agreed to review prior to the next meeting. Mr. Kelsey also asked for consideration of consistency with "board of trustees" and "governing body" references. Dr. Crofts said she is fine with approval of the medical staff bylaws placed on the March agenda.

## **NEW BUSINESS**

### **Board Policy: CEO Evaluation**

Dr. Sowada said the information is in the meeting packet. She said the question is do we change to the American Hospital Association or continue with what we are doing now with a monthly interview process. Dr. Sowada said all that is new is the choice between standardized or what we are doing now. She asked for people to forward their questions/changes to the Governance Committee. Dr. Sowada said Ms. Richardson was involved in the review process.

### **CHIEF EXECUTIVE OFFICER REPORT**

Ms. Richardson began her report by sharing mission moments involving great patient care by the lab staff who assisted patients outside the normal schedule as well as a new security guard joining us who was here with the national guard and loved being here so applied to stay. Ms. Richardson also shared a letter from Senator John Barrasso congratulating us for our recent Rock Springs Chamber of Commerce community award and thanking us for our service to our community. She said a group continues to meet with Kaufman Hall and should have some information available in March. Go-Live with Cerner is still scheduled for February 28, 2022. Ms. Richardson said it will be a huge benefit for our patients and staff. We are working on the budget for next year. We are looking at three years plus for capital budget planning. Ms. Richardson said the Red Tie Gala events kicked off during the current week. March is Healthcare Month and we are doing something different this year. Instead of a health fair event, we are offering low-cost screening in our outpatient lab every Tuesday and Thursday and planning weekly drawings for participants. Ms. Richardson will conduct a Town Hall via Zoom February 10. She reported the Medical Staff presented a lovely gift to Dr. Jacques Denker in appreciation of his service as Medical Staff President last year. Ms. Richardson said she is looking forward to working with Dr. Crofts this year. Ms. Richardson provided a Strategic Plan update including Patient Experience, Quality and Safety, Community Outreach and Growth, Workplace Experience, and Financial Stewardship. She thanked the staff and physicians for the excellent job they are doing every day. Ms. Richardson invited everyone to thank people for what they do. She said we are very, very grateful for everyone at MHSC.

### **COMMITTEE REPORTS**

#### **Quality Committee**

Dr. Sowada said the minutes are in the packet. She said she and Mr. Tardoni asked the Quality Department if they would share data with control charts. Mr. Corey Worden, Quality Analyst, reviewed a PowerPoint. Dr. Kari Quickenden, Chief Clinical Officer, said we will evaluate which measures will have control charts as we move forward. Dr. Sowada thanked Ms. Richardson, the Quality Department, and Senior Leaders for exploring the possibility. Ms. Richardson said she looks forward to analyzing the data this way.

#### **Human Resources Committee**

Dr. Sowada said the information is in the packet.

### **Finance and Audit Committee**

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

The motion to approve the net potential bad debt of \$1,237,320.10 as presented by Ms. Tami Love, Chief Financial Officer, was made by Mr. Tardoni; second by Ms. Pendleton. Motion carried. Mr. Jones asked about the self-pay program that was supposed to bring that number down. Ms. Love referred to a report included in the monthly Finance and Audit Committee packet and said the information is staying fairly constant.

### **Building & Grounds Committee**

Mr. Kelsey said the information is in the packet.

### **Foundation**

Mr. Jones said there is something going on every day for the Red Tie Gala event. He said many businesses around town have been very supportive. The event is going well and we plan to finish strong. Mr. Jones expressed appreciation for the support we are receiving.

### **Compliance Committee**

Mr. Kelsey reported information is in the packet.

### **Governance Committee**

Mr. Jones said the information is in the packet.

### **Executive Oversight and Compensation Committee and Joint Conference Committee**

Mr. Jones said Executive Oversight and Compensation is handled during Executive Session and there was nothing new to report for Joint Conference Committee.

## **BOARD REVIEW OF IPROTEAN**

Mr. Tardoni facilitated the discussion. He said one of the basics of Board responsibility is related to finance. Mr. Jones said he enjoys and appreciates the ability to see how we are doing in comparison with other hospitals. Dr. Sowada said she liked the distinction between for-profit and not-for-profit hospitals and the strategies involved. Mr. Tardoni said he feels it was a good review regarding financial challenges. He said next month is cost control in challenging times.

## **CONTRACT REVIEW**

### **Contracts Approved By CEO Since Last Board Meeting**

There were no comments.

## **MEDICAL STAFF REPORT**

Dr. Crofts reported the Medical Staff met and approved the bylaws and discussed Cerner. Dr. Crofts said she is so excited about Cerner. She said the Medical Staff are working on a leadership committee to facilitate medical staff issues and streamline.

## **GOOD OF THE ORDER**

Mr. Tardoni said he was approached by people concerned about money and Covid. He said he points them to the Board packets to learn more. He said if you get attacked, try to find some way to educate.

Commissioner Smith said the Commissioners are trying to do their best to streamline and be productive with their time. They are looking at changes to their liaison system. They are going to a system where organizations do not have an assigned liaison but the entities come to the Board of County Commissioners to report quarterly. The Commissioners feel welcome to attend any and all meetings but in the essence of time they are moving to this system. Mr. Jones asked who should report quarterly. Commissioner Smith said it would be nice to have a variety of people. Ms. Richardson said she thinks it is a great idea and an opportunity for us to showcase what is going on and answer any questions. Commissioner Smith suggested submitting something in writing and then be available in person to answer any questions following review. He said the Commissioners will vote and then lay out a schedule and let us know. Mr. Jones thanked the Board of County Commissioners for their continuing support.

## **EXECUTIVE SESSION**

Mr. Jones said there would be an executive session. He said the Board would leave the current meeting, go to another link, and then return to the original meeting for actions taken following executive session. He said the Board would take a 10-minute break and reconvene in executive session at 3:25 PM. The motion to go into executive session was made by Dr. Sowada; second by Mr. Kelsey. Motion carried.

## **RECONVENE INTO REGULAR SESSION**

At 4:46 PM, the motion to leave executive session and return to regular session was made by Dr. Sowada; second by Mr. Kelsey. Motion carried.

## **ACTION FOLLOWING EXECUTIVE SESSION**

### **Approval of Privileges**

The motion to approve the credentials and privileges for providers discussed in executive session was made by Dr. Sowada; second by Mr. Tardoni. Motion carried.

### **Credentials Committee Recommendations from January 11, 2022**

1. Initial Appointment to Locum Tenens Staff (1 year)
  - Dr. James Tackett, Hospitalist
2. Initial Appointment to Consulting Staff
  - Dr. Richard Jennis, Tele Radiology (VRC)

3. Reappointment to Active Staff
  - Dr. Brandon Chad Shelley, Podiatric Surgery
4. Reappointment to Consulting Staff (2 years)
  - Dr. Benjamin Bak, Tele Radiology (VRC)
  - Dr. Shaden Mohammad, Tele Radiology (VRC)
  - Dr. Sarah Lombardo, Tele ICU (U of U)
  - Dr. Sudha, Jayaraman, Tele ICU (U of U)
5. Reappointment to Locum Tenens Staff (1 years)
  - Dr. Preetpal Grewal, OB/GYN
  - Dr. Mark Uhlman, Urology
6. Reappointment to AHP Staff (2 years)
  - Starla Leete, Certified Nurse Midwife

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

### **ADJOURNMENT**

There being no further business to discuss, the meeting adjourned at 4:27 PM.

*Mr. Taylor Jones, President*

Attest:

*Mr. Marty Kelsey, Secretary*