

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

January 10, 2018

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on January 10, 2018, at 2:00 PM with Dr. Barbara Sowada, Vice President, presiding.

CALL TO ORDER

Dr. Sowada called the meeting to order and asked that the minutes reflect there was a quorum. The following Trustees were present: Mr. Marty Kelsey, Mr. Taylor Jones, Dr. Barbara Sowada, and Mr. Ed Tardoni. Excused: Mr. Richard Mathey.

Officially present: Ms. Irene Richardson, CEO; Dr. David Dansie, Medical Staff President; Mr. John Kolb, Sweetwater Board of County Commissioners; and Mr. Jim Phillips, Legal Counsel (*via telephone for Executive Session*).

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

APPROVAL OF MINUTES

The motion to approve the minutes of the November 28, 2017, special meeting with the General Medical Staff as presented was made by Mr. Jones; second by Mr. Kelsey. Motion carried. The motion to approve the minutes of the December 6, 2017, regular meeting as presented was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

COMMUNITY COMMUNICATION

Dr. Sowada invited members of the community to address the Board. There were no comments.

MEDICAL STAFF REPORT

Dr. Dansie reported the General Medical Staff and the Medical Executive Committee did not meet in December. The General Services and Infection Control Committees met. Dr. Dansie said he will forward committee membership information to the Board when complete. He said the bylaws work continues.

EXECUTIVE SESSION

Dr. Sowada said there would be an Executive Session and referenced Wyoming Statute 16-4-405 (a)(ii & iii) for discussion of contracts and legal issues. The motion to go into Executive Session was made by Mr. Kelsey; second by Mr. Jones. Motion carried.

RECONVENE INTO REGULAR SESSION

The Board of Trustees reconvened into Regular Session at 3:34 PM.

EXECUTIVE SESSION

Dr. Sowada said there would be an Executive Session to review credentials recommendations. The motion to go into Executive Session was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

RECONVENE INTO REGULAR SESSION

The Board of Trustees reconvened into Regular Session at 3:37 PM.

The motion to approve the December 11, 2017 Credentials Committee Recommendations as follows for appointment to the Medical Staff was made by Mr. Jones; second by Mr. Kelsey. Motion carried.

1. Initial Appointment to Locum Tenens Staff (1 year)
 - Dr. Clinton Merrill, Oncology
2. Initial Appointment to Active Staff (2 years)
 - Dr. Allison Mulcahy, Emergency Medicine
3. Initial Appointment to Consulting Staff (1 year)
 - Dr. Brigham Smith, Cardiology (U of U)
4. Reappointment to Active Staff (2 years)
 - Dr. Wallace Curry, Urology
 - Dr. Scott Sulentich, Plastic Surgery
 - Dr. Frederick Matti, Radiology
5. Reappointment to AHP Staff (2 years)
 - Mark Sanders PA-C, Family Practice/Occupational Medicine
 - Starla Leete, Midwife
6. Reappointment to Locum Tenens Staff (1 year)
 - Dr. Jonathan Roddy, Emergency Medicine

OLD BUSINESS

Mission and Vision Statements

Dr. Kristy Nielson, Chief Nursing Officer, reminded everyone she sent out a survey to gather input and received sixty-four responses. The Executive Leaders met to review and develop statements. She said the group wanted to honor ideas in statements that were memorable. Dr. Nielson said we are not ready to present at this time. We will have a strategic planning retreat. Dr. Sowada thanked everyone involved in that work.

NEW BUSINESS

None.

CEO REPORT

Ms. Richardson wished everyone a happy new year. She said the start of the year has been very busy. Our team received third place in the lighted parade. The Foundation had a holiday lighting

and Santa party for the community. We hosted a nice Christmas party for employees. Ms. Richardson was asked to speak on December 20 to the Green River Chamber of Commerce and on January 8 to the Rock Springs Chamber of Commerce at their luncheon events. She said the information she presented was well-received. Ms. Richardson and Ms. Tami Love, Chief Financial Officer, are gathering requested data in preparation for the Standard and Poor's credit rating review on February 1. The results will be presented to the Board. Ms. Richardson said we continue to look at ways to save on costs and commends everyone on their efforts. We are getting ready to move into the budget cycle for next fiscal year. Ms. Richardson said she appreciates everyone for their hard work and appreciates the Board's support. Dr. Sowada thanked Ms. Richardson.

COMMITTEE REPORTS

Building and Grounds Committee

Mr. Jones asked Mr. Jim Horan, Facilities Director, to provide a brief report. Mr. Horan reported a group toured the old hospital site and discussed the visit at the Committee meeting. He said the property is more than what we really need for storage purposes. The Committee is looking at other possible uses. He said we want to look at other buildings again in the spring. We have an agreement in place for current storage. Mr. Horan said we will continue to look at storage options. He offered to invite interested Trustees to the next tour of the property. Mr. Horan reported there is nothing new to report with the laundry project. He said the bid opening for the CT project was December 21. He said that information will be presented at the next Building and Grounds Committee meeting. Mr. Horan said the steam expansion joint in the tunnel work is being done now. He said we have received a variance from the Wyoming Department of Health for an extension to complete the return air duct work in the medical office building. We have identified the rooms needing the work. A proposal for engineering will be presented to the Building and Grounds Committee. Mr. Horan said he believes all other issues have been resolved. Regarding The Joint Commission findings, the work to correct the positive latching doors is still outstanding but we have a plan to complete. Mr. Horan said a recognition and appreciation plaque is ready for the landscaping rock donation. We continue to reach out to coordinate a time to make the presentation.

Foundation Board

Ms. Tiffany Marshall, Foundation Director, reported the Marine Ball donated \$2,500 to the Waldner House. We received a Wyoming Community Foundation grant for \$5,000 to assist with breast cancer efforts. The grant was 100% spearheaded by our Cancer Center. We are working on another grant to bring education to the community. Ms. Marshall said she thinks Wyoming is 49th in our country for cancer prevention programs. She said we have a joint meeting for the Foundation Board and Board of Trustees later in the month. Ms. Marshall said the Red Tie Gala is set for February 3. She said Ms. Robin Fife, Clinical Administrative Assistant, is in charge of the department baskets challenge. The theme is "time" and many departments are participating.

Finance and Audit Committee

Capital Expenditures Requests: Ms. Love requested tabling the capital request in the packet at this time because Mr. Rich Tyler, IT Director, said he thinks we can do some of that work on our own.

Narratives: Ms. Love introduced Ms. Jan Layne, Controller. Ms. Love reviewed the narratives included in the packet. She announced a year-to-date gain and compared it to a \$2M loss at this same time last year. Expenses were under for the month. We had \$2.9M more in expenses at this time last year. Days in A/R were down three days to 43. The annual debt service is at 3.84. For December's outlook, she said we continue to see volume shift from inpatient to outpatient. Ms. Love said we are focusing on increasing revenue as well as decreasing expenses. She said we have been forced to stop billing for the Wamsutter Clinic because there are issues with the building. Patients are being seen and we are holding the bills to process when updates to the building are made. We are able to bill for occupational medicine visits. Ms. Love said we are reimbursed by the health district for our losses. Mr. Clayton Radakovich, Director of Accreditation, is working to resolve the issues with the State. Ms. Richardson said the health district is willing to pay for improvements to the building. We are working through the process. We hope to resolve in time to bill. She feels the obligation is on us for the updates to the area. Ms. Love said our typical revenue when billing is \$3,000/month. Mr. Jones thanked everyone who is pitching in to improve the finances at the Hospital. He said we have notable differences from a year ago. There are great ideas and we have had great collections. Mr. Jones said things are falling into place.

Investment Recommendation: The motion to approve the investment recommendation of \$17,005,720.89 as requested was made by Mr. Jones; second by Mr. Kelsey. Motion carried.

Bad Debt: The motion to approve the net potential bad debt for \$595,089.52 as presented by Mr. Ron Cheese, Patient Financial Services Director, was made by Mr. Kelsey; second by Mr. Jones. Motion carried.

Quality Committee

Mr. Jones pointed out the narrative now included in the meeting packet. He said the Committee is focusing on Emergency Department thru-put time and the Patient Experience. We are making some progress in both areas. Ms. Richardson said she is excited about the work being done and she likes the way the Committee is moving forward. Dr. Sowada said these accomplishments come from the staff and are definitely appreciated.

Joint Conference Committee

Dr. Dansie said the group met December 19. They reviewed rough concepts from the Executive Leaders and gave a direction for some goals. The Committee decided to wait to meet again until some additional information is provided by the Exec group. Mr. Tardoni said we want something more than just a poster on the wall. Ms. Richardson said we want to create the mission, vision, and values and then have a Strategic Planning Retreat to come up with our pillars so we all have input. We would like to have the retreat at the end of February.

CONTRACT REVIEW

Contract Consent Agenda

The motion to approve the CEO signing both agreements under the consent agenda on behalf of the Hospital was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

Contracts Approved by CEO Since Last Board Meeting

Dr. Sowada asked if anyone had any questions on any of the agreements signed by the CEO. Ms. Suzan Campbell, Chief Legal Executive/General Counsel, said the Jim Bridger agreement was a renewal and the Grand Canyon agreement is for education. There were no questions.

COMMUNITY COMMUNICATION

Dr. Sowada invited members of the community to address the Board. There were no comments.

GOOD OF THE ORDER


Dr. Sowada noted a December 29 Rocket-Miner article about Dr. Sigsbee Duck receiving the Physician of the Year Award for Wyoming. She congratulated Dr. Duck for the wonderful recognition. Ms. Richardson said we are very proud of him and we are so fortunate to have him here. She offered to forward an article about him from the Wyoming Medical Society to the Trustees for their review.

Mr. Jones said he has diligently been working on the Board auction item for the Gala. He noted he appreciates the good competition and said the goal is to have fun raising funds for the Foundation. Ms. Marshall reported the special traveling trophy is being prepared.

ADJOURNMENT


Dr. Sowada noted the next meeting of the Board of Trustees will be with the Foundation Board on January 25 with dinner at 5:30 PM. The next regular meeting of the Board of Trustees will be February 7 at 2:00 PM.

There being no further business to discuss, the motion was made, second and carried to adjourn. The meeting adjourned at 4:20 PM.



Mr. Richard Mathey, President

Attest:



Mr. Marty Kelsey, Secretary