

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

**May 3, 2017**

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on May 3, 2017, at 3:00 PM with Dr. Barbara Sowada, Vice President, presiding.

**CALL TO ORDER**

Dr. Sowada called the meeting to order. Mr. Jones announced there was a quorum. The following Trustees were present: Mr. Taylor Jones, Mr. Bob Scott, Dr. Barbara Sowada, and Mr. Ed Tardoni. Excused: Mr. Richard Mathey.

Officially present: Ms. Irene Richardson, CFO & Interim CEO; Dr. David Dansie, Medical Staff President; and Mr. Jim Phillips, Legal Counsel.

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

**APPROVAL OF MINUTES**

The motion to approve the minutes of the April 5, 2017, regular meeting as presented was made by Mr. Scott; second by Mr. Jones. Motion carried. The motion to approve the minutes of the April 12, 2017, special 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.

**OLD BUSINESS**

There was no old business to discuss.

**INTERIM CEO REPORT**

Ms. Richardson thanked everyone for their hard work in April. She said we had a very successful open house and ribbon cutting at the new 3000 College Drive location. She said we appreciate everyone involved in making it happen. Ms. Richardson announced next week is "Hospital Week" and invited the Board to participate in events and activities. The Volunteer Recognition Lunch was recently held and we celebrated over 37,000 hours of volunteer service. A retirement celebration was held for three long time employees: Ms. Greer Ferrero, Mr. Matthew Ngai, and Ms. Janelle Nickell. Ms. Richardson congratulated Dr. Kristy Nielson, CNO, on receiving her Doctorate in Nursing Practice Leadership. The PRC 5 Star Excellence in overall quality satisfaction was awarded to Ms. Amy Dolce, Physician Assistant, Dr. Jeff Wheeler, and Dr. Jake Johnson. Dr. Sigsbee Duck received a Wyoming Medical Society award. Ms. Richardson said we continue to implement ways to improve the financials. We are in the middle of the budget process. We submitted our budget to the County and will meet with them to review the information on May 18. We are conducting interviews for the Public Relations and Marketing

Director. We are accepting applications for the Clinic Administrator. Dr. Sowada thanked Ms. Richardson for her service and acknowledged and thanked everyone at MHSC on behalf of the Board.

### **BUILDING AND GROUNDS COMMITTEE**

Mr. Jim Horan, Facilities Director, reported we are working on cleaning up projects. We are still dealing with liquidated damages with Hogan Construction on the Emergency Department project. Mr. Jim Phillips, Legal Counsel, reported a compromise has been reached. Ms. Richardson said it was approved at the April 27 Board of Trustees Special Meeting. Mr. Horan said the dialysis floor drains issues have been resolved. Dr. Sulentic's office changes will be at his expense. The MRI project is essentially done, however the punch list is not complete. Mr. Horan said the OB renovations have been removed from consideration at this time. The Committee discussed upgrading some controls at the 3000 College Drive location. The work was completed under the repair and maintenance budget. Mr. Horan said we are still considering the laundry upgrade for a SLIB grant. Ms. Krisena Marchal from the County will present information at the June 7 Board meeting. Dr. Sowada thanked Mr. Horan.

### **FINANCE AND AUDIT COMMITTEE**

Ms. Richardson reviewed the narrative and said the bottom line is a loss for March. She said census is down and revenue is under budget. Deductions from revenue were booked at 45.7% for March. They continue to increase due to a payer mix shift. Ms. Richardson said we are hoping that number will go down in the future. Expenses were down but still over budget. We had excellent collections for March. Days of cash on hand increased to 93. The outlook for April is revenue at approximately \$13M and collections of about \$6.6M. Mr. Jones recognized Ms. Richardson and everyone involved in the financial improvement. Ms. Richardson reviewed the Clinic narrative. The YTD loss is over \$9M. Revenue is under budget and expenses are over budget. The Provider Clinic revenue plus enterprise revenue consists of 45% of total hospital gross patient revenue for March.

Mr. Scott invited Ms. Tracie Soller, Medical Imaging Director, to address the need for a CT scanner. The decision needs to be made now even though it is an item for FY18. Ms. Soller said we need to make a decision and sign a letter of intent to get better pricing at this time. She said we looked at four vendors and selected Siemens as the best for us because their service provided is better. Our current back-up is a 16-slice scanner. It doesn't have the same resolution as a 64-slice scanner. Our current scanner is 12 years old. When it is down, it can be down for a week. Ms. Soller said that our machinery is out of compliance for Medicare reimbursement. In 2016, we started taking a 5% reduction on reimbursement for Medicare. At this point it's a 15% reduction and will increase to 20% in the future. Mr. Scott said he thinks the Board does not have enough information to approve a request and said the Board needs an all-inclusive number and packet of information for the next meeting. Ms. Soller will update the information and forward to the Board for their June 7 meeting packet.

The motion to approve capital expenditure request FY17-44 for \$7,954 for a refrigeration unit in Nutrition Services as presented was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

The motion to approve capital expenditure request FY17-45 for \$4,910 for one space lab monitor for OB as presented was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

The motion to approve the investments recommendation of \$16,946,577.44 at Bank of the West, Key Bank, and Wyo Star, as presented was made by Mr. Scott; second by Mr. Jones. Motion carried.

The motion to approve certifying the bad debt of \$746,713.57 as presented was made by Mr. Scott; second by Mr. Jones. Motion carried.

### **FOUNDATION BOARD**

Ms. Tiffany Marshall, Foundation Director, reported the two Boards met the prior week and she presented a packet of information to Trustees at that time. Dr. Sowada said it was the first time she had seen the information and said the Foundation is involved in an impressive array of activities. Mr. Scott thanked the Foundation for their offer to assist with payment to the Hospital from the linear accelerator funds.

### **QUALITY COMMITTEE**

Mr. Clay Radakovich, Director of Accreditation, said Ms. Amanda Molski, Quality Director, asked him to report on her behalf. He reported on the timeliness of care in the ED and patient flow (arrival to departure for admitted patients in our ED). He said we have kicked off some official work on the project. We hear from patients the wait times are not very good, we hear from staff about bottlenecks, and the median time is 394 minutes. The median time for Wyoming is under 200 hours. Mr. Radakovich said we have room for improvement. We have changed the way we are looking at the issue and we are working to be more efficient and coordinate multiple projects to impact one output. He said we met with stakeholders and they identified eight areas to start. The work is starting to move fairly quickly and we hope to have something to send out by the end of May. Mr. Jones said Ms. Molski sent some preliminary information and it looks good. The goal is to put the numbers to the strategies. Dr. Sowada said the Emergency Department is the front door. She thanked the group for their hard work on this important project. Mr. Tardoni congratulated the group for getting things moving.

### **NEW BUSINESS**

The motion to approve and authorize Ms. Richardson to sign the Clinical Agency Site with KU School of Nursing agreement on behalf of the Hospital as presented was made by Mr. Scott; second by Mr. Jones. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the MHSC and Sweetwater Medics EMT agreement for training on behalf of the Hospital as presented was made by Mr. Tardoni; second by Mr. Jones. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the Sleep Lab rental agreement to provide equipment for use at home on behalf of the Hospital as presented was made by Mr. Tardoni; second by Mr. Jones. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the maintenance agreement for laundry equipment on behalf of the Hospital as presented was made by Mr. Scott; second by Mr. Jones. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the window washing services agreement on behalf of the Hospital as presented was made by Mr. Scott; second by Mr. Jones. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the ARUP agreement on behalf of the Hospital as presented was made by Mr. Scott; second by Mr. Tardoni. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the ABGO billing and registration software platform agreement on behalf of the Hospital as presented was made by Mr. Scott; second by Mr. Tardoni. Motion carried.

The motion to approve and authorize Ms. Richardson to sign the agreements with five physician recruitment groups: Comp Health, IMed, WHRN, Resource Medical and ReKam, on behalf of the Hospital as presented was made by Mr. Jones; second by Mr. Tardoni (Comp Health, IMed, WHRN); motion by Mr. Tardoni; second by Mr. Jones (Resource Medical, ReKam). Motion carried on each action. Mr. Scott abstained on each.

Dr. Sowada asked if it was the pleasure of the Board to bring in a consultant to give an overview on physician contracting, industry standards, what people in our area include/don't include, so we know what's happening. She said she would still need to obtain pricing information. Ms. Amber Fisk, Human Resources Director, and Ms. Marianne Sanders, Physician Recruitment and Relations Manager, said they have the majority of that information on-hand and offered to provide that to the Board. Mr. Tardoni suggested we may need a financial analysis. Mr. Phillips suggested Ms. Fisk and Ms. Sanders be directed to prepare something to present to the Board. Ms. Richardson said she and Ms. Tami Love, Controller, could provide financial information. They will report at the June 7 meeting.

### **COMMUNITY COMMUNICATION**

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

### **GOOD OF THE ORDER**

Mr. Jones said he will not be in attendance at the June 7 meeting. He said he has been approached by a few people with concerns about some things discussed and some things that have been said. Mr. Jones said they work as a Board on a clear message. It's not the case that the Board wants to take the Hospital back 30 years. He said he wants the person who takes over the Clinic to fix it and work with what we have. He said that when he said he didn't want a visionary, he meant he didn't want to bring someone in to hire more people and bring new lines. Mr. Jones said he appreciated people felt comfortable telling him they had some concerns. He asked people to contact him if they hear something they need to clarify. He said there is nobody on this Board that doesn't want what's best for this Hospital.

Mr. Tardoni said he met with Dr. Nielson & talked about “vision.” Mr. Tardoni said we have clinical and administrative. We want to make sure we have resources to help clinical staff do their thing. He invited people to talk to him with their concerns.

### **MEDICAL STAFF REPORT**

Dr. Dansie reported the Medical Executive Committee (MEC) met and reviewed pharmacy policies and protocols. There were no department reports to MEC. There is surgical first assist work in the surgery department. The General Medical Staff met with the diabetes self-management program and nutrition program. They met with Utilization Management. Both were very well-received. There were a number of issues brought up regarding some potential changes regarding protocols in the lab. An ad hoc committee has been formed. Dr. Dansie thanked everyone that attended the ribbon cutting and thanked everyone involved in that move. He said the flow in the Clinic is quite excellent. Dr. Dansie said we are so pleased with the applicants for the medical scholarships. A reserve fund was created for a third deserving scholarship.

### **EXECUTIVE SESSION**

The motion to go into Executive Session to discuss credentials was made by Mr. Scott; second by Mr. Jones. Motion carried.

### **RECONVENE INTO REGULAR SESSION**

The Board of Trustees reconvened into Regular Session at 5:01 PM.

The motion to approve the April 10, 2017 Credentials Committee Recommendations as follows for appointment to the Medical Staff was made by Mr. Tardoni; second by Mr. Scott. Motion carried.

1. Initial Appointment to Associate Staff (1 year)
  - Dr. Kishore Rasamallu, Hospitalist
  - Dr. John Mercer, OB/GYN (Health Dimensions)
2. Initial Appointment to Consulting Staff (1 year)
  - Dr. Omar Wever-Pinzon, Cardiology (U of U)
  - Dr. Larry Kraiss, Vascular Surgeon (U of U)
3. Initial Appointment to AHP Staff (1 year)
  - Melissa Lehman, PA-C, Family Practice
  - Aliya Robbins, PPC (SWCS)
  - Todd Bader, LPC (SWCS)
4. Reappointment to Consulting Staff (2 years)
  - Dr. Donald Nicell, Tele Radiology (VRC)
5. Additional Privileges
  - Starla Leete, CNM – Surgical 1<sup>st</sup> Assist C Sections
  - Mandi Lew, CNM – Surgical 1<sup>st</sup> Assist C Sections

The motion to approve the agreement for teleradiology for a radiologist previously credentialed was made by Mr. Scott; second by Mr. Tardoni. Motion carried.



### **EXECUTIVE SESSION**

The motion to go into Executive Session to discuss items considered attorney/client privilege was made by Mr. Tardoni; second by Mr. Scott. Motion carried.

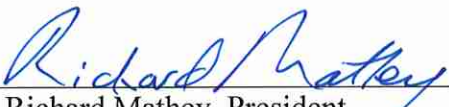
### **RECONVENE INTO REGULAR SESSION**

The Board of Trustees reconvened into Regular Session at 6:19 PM.

The motion to pay expert witness fees for the counterclaim against Mr. Jerry Klein was made by Mr. Scott; second by Mr. Tardoni. Motion carried.

### **ADJOURNMENT**

There being no further business to discuss, the motion was made, second and carried to adjourn. The meeting adjourned at 6:20 PM.

  
Mr. Richard Mathey, President

Attest:

  
Mr. Taylor Jones, Secretary