

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

May 5, 2021

The Board of Trustees of Memorial Hospital of Sweetwater County met via Zoom in regular session on May 5, 2021, 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: Mr. Taylor Jones, Mr. Marty Kelsey, Mr. Richard Mathey, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Officially present: Ms. Irene Richardson, Chief Executive Officer; Dr. Jacques Denker, Medical Staff President; Mr. Geoff Phillips, Legal Counsel; and 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. Mathey read aloud the mission and vision statements.

Mission Moment

Ms. Richardson said many staff and physicians send stories to her every month. The one chosen this month is from Ms. Karali Plonsky, Quality Analyst. Ms. Richardson shared highlights from the message about our kind, caring, thorough staff who went above and beyond to make sure the experience was superior. The patient could not say enough about the positive experience. Ms. Richardson said this message speaks to everything we are trying to do here.

APPROVAL OF AGENDA

The motion to approve the agenda as presented was made by Mr. Mathey; second by Mr. Tardoni. Motion carried. Mr. Jones said Ms. Richardson had a Wyoming Hospital Association Board meeting that was delayed to 4:30 PM so she could participate and asked the Board to please keep the meeting moving to meet that end time goal if possible.

APPROVAL OF MINUTES

The motion to approve the minutes of the April 7, 2021, regular meeting as presented was made by Mr. Mathey; second by Mr. Tardoni. Motion carried. The motion to approve the minutes of the April 26, 2021, special meeting was made by Dr. Sowada; second by Mr. Kelsey. Mr. Mathey abstained due to absence from the meeting and the 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, reported our personal protective equipment supplies continue to be stable. We are seeing an increase of Covid positive patients in the Emergency Department. Our positivity rate has increased from 4.7% to 8%. 56% of staff have received the vaccine to-date. Mr. Jones thanked Ms. White for her report.

Termination and Appeals Policy, Introductory Period

Mr. Jones said placeholders remain on the agenda for the Termination and Appeals Policy and the Introductory Period Policy.

Employee Policy - Telecommuting

The motion to approve the policy as presented was made by Mr. Tardoni; second by Dr. Sowada. Motion carried.

Board Bylaws

Mr. Mathey referenced a cover letter in the packet. He said the comments received are addressed there. The motion to approve the language in section 5 as is was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the last page of the bylaws as presented was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve section 1 of chapter 3 as is was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve section 7 of chapter 3 as is was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the terms of the officers in chapter 4 section 3 was made by Mr. Mathey; second by Dr. Sowada. Motion carried. The motion to approve the bylaws consistent with the votes taken on specific items in them was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

Rules of Practice Governing Hearings

Mr. Jones said the placeholder remains on the agenda for the Rules of Practice Governing Hearings Policy.

Plan for Providing Patient Care Services and Scopes of Care

Dr. Kari Quickenden, Chief Clinical Officer, presented the updated information to the Board. She said we bring the information annually for review and approval. Dr. Sowada said this is a large document. She said she completed some research online to see how other hospitals handle and found versions that had services as attachments. Dr. Sowada said all the Board would have to see

are the first 5 or 6 pages. In the interest of saving time, she asked staff to review and update, and then all the Board has to review are the main parts. Dr. Sowada said she will send links to see how others have done it. Dr. Quickenden said she would work with Dr. Ann Clevenger, Chief Nursing Officer, to make those changes before the next update. The motion to approve the plan as presented was made by Dr. Sowada; second by Mr. Mathey. Motion carried.

Medical Staff Leadership Direct Consultation with the Board Policy

Ms. Kara Jackson, Director of Quality, Accreditation and Patient Safety, said this was brought to the Board the previous month. It is a new policy brought forward by our quality consultant last year. Ms. Jackson said we clarified Board of Trustees in the title and Board of Trustees in the statement of purpose. We added some language in frequency of consultations. Dr. Sowada asked for the Board to be added in the document area. The motion to approve the policy with the addition in the document area as requested was made by Dr. Sowada; second by Mr. Kelsey. Motion carried.

Public Records Policy

Ms. Suzan Campbell, In House Counsel, said the information was sent to the Board last month. She was reviewing in line with Wyoming statutes and the content isn't changed, just updated to bring in line with statutes. Mr. Tardoni suggested updating to include removable media. The motion to approve the Public Records Policy with replacement of disk with electronic media as suggested was made by Mr. Tardoni; second by Dr. Sowada. Motion carried.

Rules of Practice Governing Hearings and Medical Staff Bylaws

Mr. Jones said this is a placeholder for these items until they are ready for discussion.

NEW BUSINESS

Emergency Operations Plan

Mr. David Beltran, Security and Emergency Management Director, briefly reviewed the plan. He asked for comments to go to him and please copy Mr. Jones.

Board Self-Assessment

Dr. Sowada said the material from The Governance Institute is in the briefcase section of the portal.

Medical Staff Leadership Quality Report

Dr. Denker reviewed a PowerPoint presentation. Mr. Jones thanked Dr. Denker. Mr. Mathey said the doctors are taking seriously quality and quality initiatives. He also thanked Dr. Denker. Dr. Quickenden said we are looking at reinstating surveys for all of our Clinic Providers. She said those results do not figure into our CMS star rating.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson gave a 2018-2021 Strategic Plan update in the focus areas of Patient Experience, Quality and Safety, Community and Growth, Workplace Experience, Financial Stewardship. We are starting to plan our new 2021-2024 Strategic Plan. Please save the date of July 14 for a retreat at the Holiday Inn. Ms. Richardson said we are excited to set strategy and goals for the next three years. Ms. Richardson recognized Dr. Sowada for her recognition in the Wyoming Hospital Association newsletter and participation in an iProtean online trustee education program. A group of staff are developing plans for a PT (Physical Therapy) 5K walk/run May 22. Cerner Go-Live is planned for October 2021. Ms. Richardson has been rounding on staff with members of the Person-Centered Care Steering Committee. Ms. Noreen Hove, Director of Infection Presentation, Employee Health, Risk Management and Compliance, is coordinating a drive-thru Covid vaccine clinic May 7 and 8 from 2 – 7 PM. Ms. Lena Warren, Community Outreach Director, has scheduled a hospital employee health fair May 13. Ms. Richardson will present her annual report to the Board of County Commissioners June 15. Ms. Richardson said we have a lot going on and she is very proud of our staff, leaders, and physicians. She said staff and physicians are very engaged and doing a lot of great things. Ms. Richardson thanked the Board for their continued guidance, direction, and support. She thanked Mr. Smith and the County Commissioners for their continued support.

COMMITTEE REPORTS

Quality Committee

Mr. Kelsey said he did not have anything to add to the information in the packet.

Human Resources Committee

Mr. Tardoni said he did not have anything to add to the information in the packet.

Finance and Audit Committee

Capital Expenditure Requests: The motion to approve capital expenditure request FY21-67 for \$36,725.75 was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried. The motion to approve capital expenditure request FY21-69 for \$26,784.39 was made by Mr. Tardoni; second by Dr. Sowada. Motion carried.

Bad Debt: The motion to approve the net potential bad debt of \$476,131.84 as presented by Mr. Ron Cheese, Director of Patient Financial Services, was made by Mr. Mathey; second by Mr. Tardoni. Motion carried.

Building & Grounds Committee

Mr. Kelsey said he did not have anything to add to the information in the packet. He said he appreciated the Board's willingness to have a special meeting to approve the large change order to get things done.

Foundation

Ms. Tiffany Marshall, Foundation Director, announced Ms. Tiffany Kindel is a new member of the Foundation Board of Directors. The Foundation is pleased to announce the golf tournament will be held August 14 at Rolling Green and there is more information to come. Ms. Marshall said the Annual Giving Committee is up and going. The Community Committee for Planned Giving is being formed. Ms. Marshall said the two boards want to get together to meet each other. She said we have received Waldner House donations and it has been extremely busy the past 12 months. Ms. April Prado, Compliance Auditor, has taken over the house manager role and is doing a great job. Ms. Marshall said we are going to try to roll out our Guardian Angel Program again soon. It is a way for patients, families and friends to honor our staff. Our hope is to do some celebratory activity quarterly.

Compliance Committee

Mr. Tardoni said his comments are in the meeting packet. He said there is some filtering in Midas that was not working well so the intent is to re-do the audit so the grievance audit will be re-done.

Governance Committee

Dr. Sowada said she did not have anything to add to the information in the packet. Mr. Mathey said he wants Ms. Kandi Pendleton to attend committee meetings as a guest between now and her official appointment to the Board. The Board agreed.

Executive Oversight and Compensation Committee

Mr. Jones said the Board will discuss in executive session.

Joint Conference Committee

Mr. Jones said there is nothing new to report.

CONTRACT REVIEW

Contract Consent Agenda

The motion to approve both contracts with the spelling correction noted on the cover page of the Fibertech Contract (2020 changed to 2021 on expiration date) was made by Mr. Tardoni; second by Mr. Mathey. Motion carried.

Contracts Approved by CEO since Last Board Meeting

Mr. Tardoni asked if Connect America is telemedicine. Ms. Leslie Taylor, Clinics Director, reviewed the information and offered to share a PowerPoint presentation when the Board is available.

MEDICAL STAFF REPORT

Dr. Denker said bylaws changes have provided some balancing on committees. Dr. Brianne Crofts will be the new Medical Staff Secretary. Dr. Denker announced the scholarship winners: Rikki Cozad, Delaney Gardea, Abby Hautala.

GOOD OF THE ORDER

Mr. Kelsey noted some information about patient loan refinancing in the Wyoming Hospital Association newsletter. Ms. Tami Love, Chief Financial Officer, said she would review the information.

Ms. Richardson thanked Ms. Pendleton and Commissioner Smith for being on the call.

Mr. Jones thanked everyone at the Hospital.

EXECUTIVE SESSION

Mr. Jones said there would be an executive session. He said the Board would take a ten-minute break and reconvene in executive session. The motion to go into executive session was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

RECONVENE INTO REGULAR SESSION

At 5:15 PM, the motion to leave executive session and return to regular session was made by Dr. Sowada; second by Mr. Tardoni. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to approve privileges of the health professionals discussed in executive session was made by Mr. Mathey; second by Mr. Tardoni. Motion carried.

Credentials Committee Recommendations from April 20, 2021

1. Initial Appointment to Consulting Staff
 - Dr. Brock McDaniel, Tele Radiology (VRC)
 - Dr. Jason Skiles, Tele Radiology (VRC)
2. Initial Appointment to Locum Tenens Staff (1year)
 - Dr. Joshua Napier, Hospitalist
 - Dr. Edward Callaghan
 - Waiver of DEA & CSR approved & full privileges recommended by the Credentials Committee and Medical Executive Committee
3. Reappointment to Consulting Staff (2 years)
 - Dr. Leenhapong Navaravong, Cardiovascular Disease (U of U)
 - Dr. Jana Wold, Tele Stroke (U of U)
 - Dr. Stephanie Lyden, Tele Stroke (U of U)
 - Dr. Donald Nicell, Tele Radiology (VRC)

4. Reappointment to AHP Staff (2 years)
 - Thomas Bibber, Licensed Clinical Social Worker (SWCS)
 - Leslie Stringham, Licensed Professional Counselor (SWCS)
5. New Business
 - U of U Tele Medicine Delegated Credentialing
 - Credentialing Policy

The motion to authorize the CEO to execute the nurse practitioner agreements discussed in executive session was made by Mr. Mathey; second by Dr. Sowada. Motion carried.

The motion to authorize the CEO to pay employee bonuses as discussed in executive session was made by Mr. Mathey; second by Mr. Tardoni. Motion carried.

ADJOURNMENT

Mr. Jones thanked everyone. There being no further business to discuss, the meeting adjourned at 5:16 PM.

Mr. Taylor Jones, President

Attest:

Mr. Marty Kelsey, Secretary