

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

November 1, 2023

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on November 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.

Dr. Sowada requested a roll call and announced there was a quorum. The following Trustees were present: Mr. Marty Kelsey, Ms. Kandi Pendleton, and Dr. Barbara Sowada.
Excused: Mr. Craig Rood.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Mr. Taylor Jones, County Commissioner Liaison; and Dr. Brianne Crofts, Medical Staff Services President.

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

Dr. Sowada recognized and honored Commissioner Jones for his many years of service on the Board of Trustees. She said he served as President and is now our Liaison. Dr. Sowada said we are grateful we can call on his knowledge and expertise at any time. She presented an engraved brick to be placed in the Healing Garden in his honor. Dr. Sowada thanked Commissioner Jones for all he has done and all he will continue to do. Commissioner Jones said the gift means more to him than words can say. He said it has been quite a road and one he is grateful to have been on. He said everything good that has gone on has been due to the people who work at the Hospital and he thanked everyone. Ms. Richardson said Commissioner Jones' wisdom, guidance, and direction have been wonderful. She said it has been great working with him for seven years. Ms. Richardson said he has always been available and made our jobs easier due to his support and assistance. Mr. Kelsey and Ms. Pendleton thanked Commissioner Jones for his service and good work.

AGENDA

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

APPROVAL OF MINUTES

The motion to approve the minutes of the October 4, 2023, meeting was made by Mr. Kelsey; second by Dr. Sowada. Ms. Pendleton said she did not participate in the October meeting so she abstained from voting. Due to the lack of a quorum of voting members, approval of the minutes was tabled until the December meeting. The motion and second were withdrawn.

COMMUNITY COMMUNICATION

There were no comments.

EDUCATION

Planetree International Conference Highlights

Ms. Karali Plonski, Quality Analyst, and Ms. Cindy Nelson, Person-Centered Care Coordinator and Executive Assistant, presented highlights from the Planetree International Conference on Person-Centered Care they attended. Ms. Nelson reported there were 370 attendees from 20 different countries. She said her main takeaway was the importance of knowing what matters to people. Ms. Nelson said compassion is not a luxury, it is a necessity for our wellbeing, resilience, and survival. Ms. Plonski said her main takeaway was treating people the way we all want to be treated. She said the saying, “nothing to me, or about me, without me” is impactful. Ms. Plonski shared a story about “mango moments” and shared the successful ingredients of co-design. The presenters said we need to get back to the basics of how we provide care and connect to why we provide care. Ms. Nelson provided an update on the progress of the Person-Centered Care Committee in completing the Excellence in Person-Centered Care Certification Application and said the goal is to submit it by December 31, 2023.

OLD BUSINESS

Human Resources Committee Charter

The motion to approve the Human Resources Committee Charter as presented was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

Compliance Committee Charter

The motion to approve the Compliance Committee Charter as presented was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

Governance Committee Charter

The motion to approve the Governance Committee Charter as presented was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

Finance & Audit Committee Charter

The motion to approve the Finance & Audit Committee Charter as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried.

NEW BUSINESS

Board Policy – Approval Process for Expansion of or Addition to Hospital Services

Mr. Kelsey said the Governance Committee has been developing the policy and wanted something very simple. He reviewed highlights. Ms. Richardson said she liked the final product and feels it is a good policy for Senior Leadership and the Board. Ms. Pendleton asked some questions and shared some concerns. Dr. Sowada thanked everyone for the discussion and said we will bring the policy back in December.

Residents in Training Policy

Ms. Kerry Downs, Medical Staff Services Director, reviewed the policy change of one sentence. She said the policy was drafted years ago when the University of Utah was considering sending emergency residents and that didn't come to fruition but we felt we should still keep the policy in place. The policy will come before the Board for approval in December.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson provided a person-centered care initiatives update. She said we are moving forward with critical access licensing. Ms. Richardson thanked the Medical Executive Committee and Leadership Team for their assistance in completing a SWOT analysis in preparation for the upcoming strategic plan discussions. Ms. Richardson said we are still in the window for The Joint Commission survey. She thanked everyone for their diligence and work to always be prepared. Town Halls were presented the week of October 16. Ms. Richardson thanked Ms. Plonski for her help with providing patient satisfaction data and said it is encouraging to see continuous improvement. Ms. Richardson thanked everyone for their help in providing a wonderful community Halloween event. She thanked the Human Resources Department for providing a fun Fall Festival event. The Hospital and the Foundation have both been nominated for Rock Star Awards at the upcoming Rock Springs Chamber of Commerce event November 3. We will serve meals to Veterans and their guests for Veteran's Day on November 10. Ms. Richardson has been asked to serve as the Grand Marshall of the Rock Springs Holiday Lighted Parade December 2. The Hospital is celebrating 130 years at our community holiday event on December 15. Ms. Richardson sent a huge shout out to the staff and physicians for taking care of our patients and our community. She said it is truly all about taking care of each other. Ms. Richardson thanked Commissioner Jones again for his service and said we are so lucky to have him on our team to help continue to make our hospital great.

COMMITTEE REPORTS

Compliance Committee

Ms. Pendleton said the Committee did not meet.

Governance Committee

Dr. Sowada said the information is in the meeting packet.

Quality Committee

Ms. Pendleton said her report is in the packet. She said there is interesting information on reimbursements and how that works in the committee packet in the portal. She said the Committee packet has some great information. She said the report from Dr. Melinda Poyer, Chief Medical Officer, is always interesting.

Human Resources Committee

Ms. Pendleton said the Committee did not meet.

Finance and Audit Committee

Information Technology Report – Mr. Kelsey said the report is in the packet.

Bad Debt – The motion to approve the potential bad debt of \$1,462,752.30 as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried. Dr. Sowada said the Patient Financial Navigators reported at the Pulse of Southwest Wyoming meeting. She said the information they provide is so important and she appreciates the big difference they have made in the community.

Finance & Audit Committee Meeting Information – Mr. Kelsey said the Committee had a nice presentation by our auditor, Clifton Larsen Allen (CLA), on the revenue cycle regarding longer processing times and high denial rates. Mr. Kelsey said some action plans were discussed. Ms. Love reviewed financial highlights. She said we have seen some progress in our reductions in revenue and we are excited to work with CLA. Ms. Love said the outlook for October shows we are coming in at budget. She said collections are better than what was reported at the Committee meeting. She said our inpatient admissions are still down but outpatient visits and ER visits have increased. Ms. Love said we are conservative with our budget. She said contract labor has decreased faster than anticipated. She said these are historically our busier months in the winter. Ms. Love said we received a letter from Medicaid for our QRA and it will result in an audit adjustment.

Building and Grounds

Construction Manager At Risk (CMAR) Selection: Mr. Kelsey said his report and the minutes are in the packet. He said a lot of things are happening in Building & Grounds. He said we keep talking about a master plan. Mr. Kelsey said we need to approve a Construction Manager At Risk (CMAR) for the lab project. The recommendation is to select Groathouse. Ms. Pendleton noted it

was nice to see both bids were from Wyoming companies and were competitive. The motion to select Groathouse as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried. Ms. Richardson said it was a great process and she looks forward to moving forward. She said the project must be completed by December 2026. Ms. Love said we hope to break ground in March 2024. Mr. Kelsey said one of the statute requirements of a CMAR is a GMP. Ms. Love said we hope to have that by the end of December 2023. Mr. Kelsey said we have inflation concerns but also supply chain issues. Ms. Richardson reminded everyone of the funding proportions. She said this was made possible by the grant application Ms. Tiffany Marshall, Executive Director of the Foundation, submitted and the funding is provided by the State, County, Foundation, and Hospital.

Foundation Board

Ms. Marshall said her report is in the packet. She distributed copies of the redesigned Guardian Angel Program materials. Ms. Marshall said she is monitoring any additional SLIB funding opportunities.

Executive Oversight and Compensation Committee

Dr. Sowada said the Committee did not meet.

Joint Conference Committee

Dr. Sowada said the Committee has not met.

CONTRACT REVIEW

Consent Agenda

Clifton Larsen Allen Statement of Work: The motion to approve the CLA Statement of Work as presented was made by Mr. Kelsey; second by Ms. Pendleton. Motion carried.

Stryker MAKO: Mr. Kelsey said he had some concerns with some of the language and thinks Board Counsel should review. He said he would still approve the agreement with that step added. Ms. Richardson said we would ensure Mr. Phillips reviews. The motion to approve the Stryker MAKO agreement as presented was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

MEDICAL STAFF REPORT

Dr. Crofts said the Surgery Department met and elected officers. Dr. Pedri is the Chair, Dr. Jamias is the Vice Chair. The Medical Executive Committee met with Mr. Nick Healey regarding bylaws. They are working on rewriting their rules and regulations. The General Medical Staff will meet and elect new officers. Dr. Crofts shared a story about the Same Day Surgery staff making treats for the Med/Surg staff because there had been many cases moving to their unit. She said the message was well-received, heart-felt, and elicits teamwork.

GOOD OF THE ORDER

Dr. Sowada reminded the Board and Senior Leadership of the strategic planning meetings November 13 and 14.

Commissioner Jones said the brick he received really means a lot because of what we have all been through together. He shared how difficult it was for him to make the decision to apply for the vacant commissioner position because if he was appointed, it would mean leaving the Board. He said he loves this Hospital and loves the people in it. He said the Hospital is in good shape and the changes have been incredible. He said it takes the right people to do that.

EXECUTIVE SESSION

The motion to go into executive session at 3:53 p.m. was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried. Dr. Sowada said there would be a 10-minute break.

RECONVENE INTO REGULAR SESSION

The motion to leave executive session and return to regular session at 4:50 p.m. was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Approval of Privileges

The motion to grant clinical privileges and appointments to the Medical Staff as discussed in executive session was made by Ms. Pendleton; second by Mr. Kelsey. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from October 18, 2023

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Beth Martin, Pediatrics
2. Initial Appointment to Consulting Staff
 - Dr. Aisha Ahmed, Tele Psychiatry (QLER)
 - Dr. Stephen Hurwitz, Tele Psychiatry (QLER)
 - Dr. Nitin Kamble, Tele Psychiatry (QLER)
 - Dr. James Lamousin, Tele Psychiatry (QLER)
 - Dr. Thomas Lavie, Tele Psychiatry (QLER)
 - Dr. Jeffrey Liubicich, Tele Psychiatry (QLER)
 - Dr. Dwayne Narayan, Tele Psychiatry (QLER)
 - Dr. Dustin Plowman, Tele Psychiatry (QLER)
 - Dr. Taniya Pradhan, Tele Psychiatry (QLER)
 - Dr. Brian Quigley, Tele Psychiatry (QLER)
 - Dr. Sabreen Rahman, Tele Psychiatry (QLER)
 - Dr. Gregory Renck, Tele Psychiatry (QLER)
 - Dr. Jeramie Rosales-Rodriguez, Tele Psychiatry (QLER)
 - Dr. Michelle Schofield, Tele Psychiatry (QLER)
 - Dr. Andrew Smith, Tele Psychiatry (QLER)

- Dr. Ernest Spiotto, Tele Psychiatry (QLER)
- Dr. Susan Waterman, Tele Psychiatry (QLER)
- 3. Reappointment to Active Staff (2 years)
 - Dr. John Iliya, Hospice
 - Dr. Mansour Khaddr, Cardiovascular Disease (Casper Cardiology)
- 4. Reappointment to Consulting Staff (2 years)
 - Dr. Barbara McCorvey, Tele Radiology (VRC)
 - Dr. Keiron Kennedy, Tele Radiology (VRC)
- 5. New Business
 - Dr. Brianne Crofts, Robotic Surgery Privileges
 - Emergency Medicine Privileges
 - Dr. Holden Wagstaff
 - Dr. Nicholas Kanaan
 - Dr. Wesley Williams
 - Dr. Christopher Ryba
 - Dr. James Fierbaugh
 - Dr. Jonathan Roddy
 - Dr. Christine Raps

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 4:51 p.m.

Dr. Barbara Sowada, President

Attest:

Ms. Kandi Pendleton, Secretary