

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

**November 2, 2022**

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on November 2, 2022, 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. Taylor Jones, Mr. Marty Kelsey, Dr. Barbara Sowada, and Mr. Ed Tardoni.

Excused: Ms. Kandi Pendleton.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Dr. Brianne Crofts, Medical Staff President; and Mr. Geoff Phillips, Legal Counsel (*via telephone*).

Dr. Sowada noted the attendance of Mr. Jeff Smith from the Sweetwater County Board of County Commissioners and thanked him for attending.

**Pledge of Allegiance**

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

**Our Mission and Vision**

Mr. Kelsey read aloud the mission and vision statements.

**Mission Moment**

Ms. Richardson said Ms. Karen Andazola from Planetree International was onsite the previous week. She met with staff, attended meetings, and visited with patients. Her first visit was four years ago. Ms. Andazola told Ms. Richardson that from the moment she walked in the door last week, she could feel the positive culture and was very complimentary of the Hospital and staff. Dr. Sowada said she was recently walking into the Hospital and saw someone from Environmental Services dusting the top of a vending machine. Dr. Sowada commented on how thorough she was being and thanked her for her work. The staff member said she loves to clean and loves to work at the Hospital. Dr. Sowada said the cleanliness and attention to detail at our hospital is wonderful. Dr. Sowada said Ms. Richardson is going to be on a recorded CEO panel with Mr. Jamie Orlikoff, a noted advisor on healthcare and governance. Dr. Sowada congratulated Ms. Richardson for bringing MHSC to the forefront. Mr. Jones said a local radio host, Johnny K, speaks very highly of the Hospital on the radio regularly and comments on many different areas of the Hospital. Mr. Tardoni shared a copy of a receipt he found involving a family member for the delivery of a baby in 1946 at the Hospital known at the time as “Wyoming General Hospital.” Dr. Sowada said good things are happening here.

## **AGENDA**

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

### **APPROVAL OF MINUTES**

The motion to approve the minutes of the October 5, 2022, regular meeting as presented was made by Mr. Tardoni second by Mr. Jones. Motion carried.

### **COMMUNITY COMMUNICATION**

There were no comments.

### **OLD BUSINESS**

#### **Professional Practice Review Plan**

The motion to approve the plan as presented was made by Mr. Kelsey; second by Mr. Jones. Motion carried. Dr. Sowada thanked everyone for their work.

### **NEW BUSINESS**

#### **FY22 Audit Report**

Ms. Richardson introduced Mr. Darryn McGarvey, Clifton Larson Allen (CLA), joining via telephone. She said the audit is always done very well. Ms. Richardson thanked Chief Financial Officer Ms. Tami Love and her team for the excellent job they have done. Mr. McGarvey reviewed the audit report highlights and thanked Ms. Richardson for bringing the team onsite. He said he met with the Finance and Audit Committee to review the audit in detail the previous week. Following his review of the report and comments, Ms. Richardson thanked Mr. McGarvey and CLA for being great partners with us. The motion to approve the FY22 audit as presented was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

#### **Employee Policies – Conflict of Interest**

Ms. Suzan Campbell, In House Counsel, reported we have updated the current policy to make it more up-to-date and match the Board of Trustees Conflict of Interest Policy. The motion to approve the Conflict of Interest Policy as presented was made by Mr. Jones; second by Mr. Kelsey. Motion carried.

#### **Executive Oversight and Compensation Committee Charter**

Following a review of updates by Mr. Jones, the motion to approve the charter as presented was made by Mr. Jones; second by Mr. Tardoni. Motion carried.

## CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson provided a strategic plan update including person-centered care initiatives, Culture of Safety Survey progress, Employee Engagement Survey status, work to improve days of cash on hand, and recognized Dr. Melinda Poyer, Chief Medical Officer, for being honored as one of the nation's top 100 doctors. Ms. Richardson reported we are working with CLA to perform a charge capture review in Cerner. Grant applications to the State Loan and Investment Board (SLIB) are scheduled for review in early November. Ms. Richardson thanked Mr. Smith and the Board of County Commissioners and the Foundation Board for their offers of matching funds to support the applications. Ms. Richardson was invited by CLA to participate in a panel discussion. The MHSC Halloween Walk with the Scarecrows event was successful with over 1,300 visitors. Ms. Richardson thanked everyone who helped with the event. Ms. Tiffany Marshall, Foundation Executive Director, will present to the Rock Springs Chamber of Commerce November 10 with a goal to educate the community on how not-for-profit hospitals operate and how tax revenue is used. The Veteran's Day drive-thru event will be November 11. We will participate in the December 3 Rock Springs Lighted Holiday Parade. The MHSC staff holiday lunch and dinner are scheduled December 14. The Community Holiday event is scheduled December 16. The Red Tie Gala is scheduled February 4, 2023. Dr. Sowada thanked Ms. Richardson for her report and said there is always something community-oriented going on.

## COMMITTEE REPORTS

### Quality Committee

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

### Human Resources Committee

Dr. Sowada said the information is the packet. She noted the number for contract labor is coming down as is the expense related to contract labor. She thanked everyone working to make that happen. Ms. Richardson said based on our patient numbers, we may have to bring some additional staff on during the upcoming busy season for approximately three months. She said we are committed to continuing to do everything possible to recruit our own staff and not utilize contract staff whenever possible.

### Finance and Audit Committee

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

**Bad Debt:** The motion to approve the net potential bad debt of \$1,493,400.79 as presented by Mr. Ron Cheese, Director of Patient Financial Services, was made by Mr. Tardoni; second by Mr. Kelsey. Motion carried.

**I.S. Report:** Mr. Tardoni noted the Information Services Department report is included in the packet.

## **Building and Grounds**

Mr. Kelsey said the information is in the meeting packet. He said he requested a list of projects for the next three to five years.

## **Foundation**

Ms. Marshall provided an update. She said she will begin submitting a written report for the packet. Mr. Jones asked everyone to please remind people that all contributions to the Foundation benefit the Hospital in important ways.

## **Compliance Committee**

The Committee did not meet.

## **Governance Committee**

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

## **Executive Oversight and Compensation Committee**

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

## **Joint Conference Committee**

Dr. Sowada said the Committee has not met.

## **BOARD EDUCATION**

### **Supply Chain: Mitigating Risk and Disruption Beyond the Pandemic**

Ms. Richardson commended Ms. Angel Bennett, Director of Materials Management, for her proactive work in this area. Ms. Love said some of the recommendations in the program are things we are doing. We have a Value Analysis Committee and we are vetting vendors. We look at more reusable products whenever possible and coordinate with groups to help us with better pricing through larger volumes. Mr. Jones said the key takeaway for him is we need to be creative.

## **MEDICAL STAFF REPORT**

Dr. Crofts said the Medicine Department met and elected Dr. Pritam Pawar as the Chair and Dr. Israel Stewart as the Vice-Chair. The Medical Staff Nominating Committee will meet soon and the election of officers for next year is scheduled November 15. A meeting is scheduled with Press Ganey on November 30. Dr. Crofts reported there are people rounding on patient experience and she understands it's been a great experience. She said Ms. Andazola from Planetree shared with her a resource available to physicians regarding improved communication. Dr. Crofts said it is a program presented by physicians to physicians.

## **GOOD OF THE ORDER**

Dr. Sowada asked for input on if the Board wants to meet later in the day. She said Ms. Richardson has offered to arrange for a meal if that is something that would be helpful due to meeting in the evening. The group agreed to stay with what we have until further notice.

Mr. Jones asked the Trustees to let him know if they want to participate in a basket for the Red Tie Gala auction. He thanked them for their support and involvement in previous years.

## **EXECUTIVE SESSION**

The motion to go into executive session was made by Mr. Tardoni; second by Mr. Jones. Motion carried.

## **RECONVENE INTO REGULAR SESSION**

At 4:50 p.m., the motion to leave executive session and return to regular session was made by Mr. Tardoni; second by Mr. Jones. Motion carried.

## **ACTION FOLLOWING EXECUTIVE SESSION**

### **Approval of Privileges**

The motion to approve the list of clinical privileges to the Medical Staff as reviewed in executive session was made by Mr. Kelsey; second by Mr. Tardoni. Motion carried.

#### Credentials Committee Recommendations from October 18, 2022

1. Initial Appointment to Active Staff (2 year)
  - Dr. Grzegorz Puchala, Hospitalist
  - Dr. Christopher Ryba, Emergency Medicine (U of U)
2. Initial Appointment to Associate Staff (1 year)
  - Dr. Ken Holt, OB/GYN
3. Reappointment to Active Staff (2 years)
  - Dr. Lucy Habberthier-Ryan, Pediatrics
  - Dr. Janene Glyn, Pediatrics
4. Reappointment to Consulting Staff (2 years)
  - Dr. Raoul Joubran, Gastroenterology
  - Dr. Irma Fleming, Tele Burn (U of U)
  - Dr. Kevin Shaw, Cardiovascular Disease (U of U)
5. Reappointment to NPP Staff (2 years)
  - Tamara Walker, Pediatric Nurse Practitioner

The motion to approve the employment contract and authorize the CEO to execute the contract as reviewed in executive session was made by Mr. Kelsey; second by Mr. Jones. Motion carried.

## **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*