

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

March 4, 2024

The Board of Trustees of Memorial Hospital of Sweetwater County met in regular session on March 4, 2024, 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: Judge Nena James, Mr. Marty Kelsey, Ms. Kandi Pendleton, Mr. Craig Rood, and Dr. Barbara Sowada.

Officially present during the meeting: Ms. Irene Richardson, Chief Executive Officer; Mr. Taylor Jones, Sweetwater County Commissioner Liaison; and Mr. Geoff Phillips, Legal Counsel.

Pledge of Allegiance

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

Our Mission and Vision

Mr. Rood read aloud the mission and vision statements.

Mission Moment

Ms. Richardson presented at the Green River Chamber of Commerce monthly luncheon and a recent Davinci surgery patient shared a story with the group about how great his experience was and recommended the procedure at the Hospital.

AGENDA

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

APPROVAL OF MINUTES

The motion to approve the minutes of the February 7, 2024, regular meeting as presented was made by Ms. Pendleton; second by Judge James. Motion carried. The motion to approve the minutes of the February 28, 2024, special workshop meeting as presented was made by Mr. Rood; second by Judge James. Ms. Pendleton abstained and the motion carried.

COMMUNITY COMMUNICATION

There were no comments.

OLD BUSINESS

Employee Policy – Non-Discrimination & Anti-Harassment

Ms. Amber Fisk, Human Resources Director, said the proposed consensual relationships policy contains an update of information that was contained in the non-discrimination and anti-harassment policy so the policy will be able to come before the Human Resources Committee at their next meeting.

Emergency Operations Plan

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

NEW BUSINESS

Employee Policy – Consensual Relationships

Ms. Fisk said this section was in another larger policy and it became apparent it needed to be revised and be a separate policy. She said the Human Resources Committee reviewed the proposed policy. Mr. Kelsey said he feels it is exceptionally written.

2024-2027 Strategic Plan

Ms. Richardson reviewed the information. She said we started this work in 2023 and brought in a consultant to assist. The Board of Trustees, Medical Staff, Leadership Team, and staff were involved. Ms. Richardson said this is a living document and we want to dovetail with our Performance Improvement and Patient Safety (PIPS) priorities. She said the consultant thought our mission, vision, values, and strategic priority pillars were wonderful. Ms. Richardson said we developed new goals within each pillar. She said the proposed plan will be shared with staff in upcoming town hall meetings. Ms. Richardson said she will report back to the Board on our progress on a quarterly basis. The motion to approve the 2024-2027 Strategic Plan as presented was made by Ms. Pendleton; second by Judge James. Motion carried.

Medical Staff Bylaws

Dr. Sowada asked the Trustees to review the proposed Medical Staff Bylaws and get comments and questions to Ms. Pendleton or Dr. Sowada by March 15 to help them prepare to participate in a Joint Conference Committee meeting. Mr. Kelsey asked Mr. Phillips to review the information.

CHIEF EXECUTIVE OFFICER REPORT

Ms. Richardson provided an update on strategic plan activities related to patient experience, quality and safety, community and growth, workplace experience, and financial stewardship. She said we continue to evaluate Critical Access Hospital status. We are evaluating a trial observation unit. Master Plan work continues. Ms. Richardson recognized Dr. Sowada for doing an excellent job presenting on a panel at the recent American Hospital Association Rural Healthcare Conference. Ms. Richardson thanked staff, physicians, the Board and the County Commissioners for their good work and support.

COMMITTEE REPORTS

Finance and Audit Committee

Mr. Kelsey said we had another outstanding month financially.

I.S. Report: Mr. Kelsey said this is very important to this institution.

Bad Debt: Mr. Kelsey said we did not have bad debt information available and would review for approval at the next meeting.

Foundation Board

Ms. Richardson said Ms. Tiffany Marshall, Foundation Director, has resigned and we wish her the best in the future.

Executive Oversight and Compensation Committee

Dr. Sowada said there is nothing to report.

Joint Conference Committee

Dr. Sowada said the Committee has not met.

Building and Grounds

Mr. Kelsey said his report and the meeting minutes are in the packet. He said we are scheduled to receive the Guaranteed Maximum Pricing (GMP) from Groathouse for the Lab Renovation Project later in the month and plan to bring the information to the April meeting for approval. He does not think we will need a special meeting to approve.

Compliance Committee

Ms. Pendleton said the Committee did not meet.

Quality Committee

Ms. Pendleton distributed the executive summary for review. She said Ms. Kara Jackson, Director Quality, Accreditation, Patient Safety, and Risk, resigned and is moving. Ms. Pendleton said we wish her the best.

Human Resources Committee

Ms. Pendleton said the Committee held a special meeting to review the consensual relationships policy.

Governance Committee

Dr. Sowada said the minutes are in the packet. She reminded everyone the June Trustee regular meeting has been moved to May 29, 2024. The May Finance & Audit Committee meeting has been moved to May 28, 2024. The July Trustee regular meeting has been moved from July 3 to July 1, 2024.

BOARD EDUCATION

Dr. Sowada asked for discussion regarding the assignment of Vision and Talent by Kaufman Hall. She asked people to share one talent and one spirit they bring to the table.

MEDICAL STAFF REPORT

Ms. Kerry Downs, Medical Staff Services Director, shared a report provided by Dr. Crofts. The General Medical Staff met and reviewed bylaws changes. Dr. Crofts and other medical leaders attended a WyAMSS (Wyoming Association Medical Staff Services) leadership conference in Sheridan, Wyoming. She said it was very educational and she would like us to consider hosting a future WYAMMS conference in Rock Springs.

GOOD OF THE ORDER

Ms. Pendleton asked if it would be possible to put some health fair lab testing information together to better understand the tests offered and if any of them are suggested to be grouped together, for example, a women's health panel. Dr. Kari Quickenden, Chief Clinical Officer, said she will follow up with the Lab to develop additional information and offerings.

EXECUTIVE SESSION

The motion to go into executive session at 3:14 p.m. to consider or receive any information classified as confidential by law was made by Judge James; second by Mr. Rood. 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 4:26 p.m. was made by Ms. Pendleton; second by Judge James. Motion carried.

ACTION FOLLOWING EXECUTIVE SESSION

Pursuant to the notice provided in the agenda, the Board of Trustees held discussions and action was taken.

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 Judge James. Motion carried.

Credentials Committee Recommendations to the Board of Trustees for Granting Clinical Privileges and Granting Appointment to the Medical Staff from February 13, 2024

1. Initial Appointment to Associate Staff (1 year)
 - Dr. Sanjay Ramakumar, Urology
2. Initial Appointment to Consulting Staff (1 year)
 - Dr. Ann Bruno, Maternal Fetal Medicine
 - Dr. Robert Joodi, Tele-Radiology (VRC)
 - Dr. Peggy Rouleau, Tele-Radiology (VRC)
3. Reappointment to Active Staff (2 years)
 - Dr. Neal Asper, Anesthesia
4. Reappointment to Consulting Staff (2 years)
 - Dr. Benjamin Bak, Tele-Radiology (VRC)
 - Dr. Alexander Colonna, Tele-ICU (U of U)
 - Dr. Marta McCrum, Tele-ICU (U of U)
 - Dr. David Renner, Tele-Stroke (U of U)
5. Reappointment to Non-Physician Provider Staff (2 years)
 - Melissa Jewell, Family Medicine Physician Assistant

The motion to approve contracts and authorize the CEO to execute the contracts as discussed in executive session was made by Ms. Pendleton; second by Mr. Rood. Motion carried.

The motion to approve the legal agreement for joint defense as discussed in executive session was made by Ms. Pendleton; second by Judge James. Motion carried.

ADJOURNMENT

There being no further business to discuss, the meeting adjourned at 4:27 p.m.

Dr. Barbara Sowada, President

Attest:

Ms. Kandi Pendleton, Secretary