

**MEMORIAL HOSPITAL OF CONVERSE COUNTY  
BOARD OF TRUSTEES**

**Date:** October 25, 2017

**Time:** 5:30pm

**Location:** Boardroom

**Present:** Robert Kayser; Dr. Charles Lyford; Gay Bolln; Bobbe Fitzhugh

Ryan Smith; Cristy Cobb; Karl Hertz; James Morgan, MD; Curt Dugger; Dave Patterson; Deeanne Engle, MD; Brian Retherford, MD; Terry Moss; Jennifer Rinn; James Hardee, Hospital Attorney; Frank Wiederrecht, Curtis Schmidt

**Absent:** Colleen Bolte

**Call to Order:** Robert Kayser

**Agenda:** Reviewed and approved

**Previous Minutes:** Motion to approve the September 27, 2017 minutes made by Dr. Charles Lyford; seconded Bobbe Fitzhugh. All present approved; motion carried.

Topic	Discussion	Action Plan	Follow-Up
<b>Introduction of Guests</b>			
	None		FYI
<b>Public Presentations and Comment</b>			
	None		
<b>Review of Audit</b>			
	<p>Motion to convene as Audit Committee as a whole made by Dr. Charles Lyford; seconded Bobbe Fitzhugh. All present approved; motion carried.</p> <p>Mike Cometto was unable to attend. Robert Kayser had spoken with Mike and reported it was a clean audit, appropriate financial controls were in place and the hospital was doing well financially. He distributed copies of the preliminary draft Financial Report from the MHCC audit for the year ending June 30, 2017 which included the summary letter. He noted several key figures and reviewed the summary letter to the Board. Curt responded to the fixed asset issue cited in the summary letter and outlined the corrective action. Also noted in the summary letter, one file in twenty was found to lack the required signed Consent for Treatment</p>	<p>Motion to accept the MHCC Financial Audit Report for the year ending June 30, 2017 made by Gay Bolln; seconded by Dr. Charles Lyford. All present approved, motion carried.</p>	

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	form. The Revenue Cycle Committee will be reactivated and Curtis Schmidt will begin random patient file audits to prevent future omissions.		
<b>Strategic Plan</b>			
Values	Our essential values were included within the board materials.	We hold ourselves accountable to the highest ethical and performance standards, demonstrating honesty, professionalism and sincerity.	FYI
Balanced Scorecard & BODES	The new Balanced Scorecard and BODES for the third quarter of 2017 were included in the packet. Ryan reviewed the new Balanced Scorecard. Cristy summarized the details of the only HAI. Ryan noted that 15 employees turned over during the third quarter and the FTE per adjusted occupied bed has climbed to 15. BODES for outpatient revenue and growth were also included in the packet. Ryan talked about the many ways the hospital is adjusting to the decrease in volumes.		FYI
Performance Plan and Incentive Chart	The final 1 <sup>st</sup> quarter Performance Plan and Incentive Chart were included in the packet along with the current quarter Performance Plan and Incentive Chart. Cristy reported that 105 depression screenings have been performed from July-September. Six of those scored above 9 and one was referred to Solutions for Life. She also shared a copy of the PHQ Depression Screening questions.		FYI
<b>Consent Approval:</b>			
Write-Offs	September 2017 write-offs in the amount of \$50,151.64 and indigent care in the amount of \$506,169.52 were presented for approval.	Motion to accept the September 2017 write-offs and indigent care as presented made by Dr. Charles Lyford; seconded by Bobbe Fitzhugh. All present approved; motion carried.	FYI

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Vouchers	The October 2017 vouchers had been reviewed by Dr. Charles Lyford and were presented for approval. He asked if there was ROI data on the advertising with Red Star Trib and Karl responded by sharing about a project in the past to attempt to track how new patients learned of our services but it is difficult to track ROI in advertising dollars.	Motion to accept the October 2017 vouchers as presented made by Dr. Charles Lyford; seconded by Bobbe Fitzhugh. All present approved; motion carried.	FYI
Financials	The September 2017 financial and statistical packet was included in the packet. Robert Kayser noted the shared that the new XRF room will be paid for with cash on hand. He also indicated the \$6.3M in gross revenue for September is a positive sign as well as the decrease in indigent care.	Motion to accept the September 2017 financials as presented made by Dr. Charles Lyford; seconded by Bobbe Fitzhugh. All present approved; motion carried.	FYI
<b>Old Business:</b>			
ER and Infusion Center Update	Karl reported that the letter of occupancy for the ER is still pending. The air balancing information has been submitted to the state so Karl anticipates the letter of occupancy in the next couple weeks. The donor families for the Infusion Center met earlier today with the interior designer for TSP. She should have a preliminary response in about three weeks.		FYI
<b>Foundation Report</b>			
	Jen reported that Bob Boner recently donated \$25,000 toward the ED remodel. The recent Boots-n-Bling event was very successful and netted just under \$50k. 50 Families has grown to 62! Jen also noted the Foundation Board will discuss a donation to the new RF room at their December meeting.		FYI
<b>CEO Report</b>			

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	None		FYI
<b>New Business:</b>			
December Meeting Date	The Board decided to meet again on Wednesday, December 6 to avoid both the Thanksgiving and Christmas holidays.	Elaine will send the appropriate public notice.	FYI
Clinic Update	Terry shared how Dr. Rupp's patients are being dispersed among the other providers. He also shared Dr. Young's efforts to integrate into the community and build his practice.		FYI
<b>Events and Educational Opportunities</b>			
	The AHA Rural Health Care Leadership Conference brochure was included in the packet and each Board member was given their copy received in the mail. The early bird registration deadline of December 15 was noted.	Elaine will submit registrations for Robert Kayser, Gay Bolln, Dr. Charles Lyford, Bobbe Fitzhugh and Colleen Bolte and Glenda Irwin will arrange flights for the same.	FYI
<b>Executive Session</b>			
		It was moved by Robert Kayser; seconded by Dr. Charles Lyford to adjourn to Executive Session at 6:29pm pursuant to W.S. §16-4-405(a) (ii). All present approved; motion carried.	
		It was moved, seconded and carried to adjourn from Executive Session at 6:31pm.	
Credentials	<p>Dr. Engle presented the following credentialing activity for approval:</p> <ul style="list-style-type: none"> <li>➤ <i>Eric Harris, MD</i> – recommended for provisional outpatient clinical privileges (Orthopedic Surgery)</li> <li>➤ <i>Walter Astorne, MD</i> – recommended for reappointment of contract privileges (eICU - Avera)</li> <li>➤ <i>Allan Mattern, MD</i> – recommended for reappointment of active staff privileges (Cardiology)</li> <li>➤ <i>Dan Nicholls, PA</i> – recommended for reappointment of AHP privileges (Physician)</li> </ul>	Motion to approve the credentials as presented, based upon the recommendation of the medical staff, made by Bobbe Fitzhugh; seconded by Gay Bolln. All present approved; motion carried.	FYI

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	Assistant) ➤ <i>Tristyn Richendifer, PA</i> – recommended for reappointment of AHP privileges (Physician Assistant)		
		It was moved, seconded and carried to adjourn to a second Executive Session pursuant to W.S. §16-4-405(a)(x) at 6:35pm.	
		It was moved, seconded and carried to adjourn from Executive Session at 6:45pm.	
		The MHCC Board of Trustees does hereby appoint the Board Chair to negotiate a one year extension to the employment contract between MHCC and its CEO Ryan Smith in accordance with the guidelines established by the entire Board at the October 25, 2017 meeting. The new contract would then reflect a three year term beginning December 1, 2017 and ending on November 30, 2020. Financial consideration for the agreement to extend the contract is also hereby approved by the Board for payment during the calendar year 2017.	

**Adjournment:** Robert Kayser asked if there was any objection to adjournment. There was none, the meeting was adjourned at 6:31pm. Minutes typed by Elaine Litwiller subject to corrections.

**Approved By:** \_\_\_\_\_  
Bobbe Fitzhugh, Board Secretary

**Date:** \_\_\_\_\_