



St. John's Health
P.O. Box 428
Jackson, Wyoming 83001
307-733-3636

Committee: Board of Trustees Special Public Session Meeting: Board of Trustee

Meeting Date: March 6th, 2023

Minutes Prepared By: Morgan Gurney, Executive Assistant

Members Present:

Jim Hunt, Treasurer
Bruce Hayse, MD, Trustee
Brent Blue, MD Trustee
Pam Cutler, MD Vice- Chair
Katharine Conover-Keller,
Chair
Evan Jones, Trustee

Members Absent:

Cynthia Hogan,
Secretary

Others Present:

Jeff Sollis, CEO
John Kren, CFO/COO
Morgan Gurney
Joan Goldfarb
Naomi Floyd
Jen Simon
Karen Connelly
Richell Heldwein
Tom Lubnau
Bill Stangl
Shari Murrell
Tim
Sherry Simson
Anna Olson
Miranda de Moraes
307-699-2233

Board Advisors Present:

Bob Pisano
Bob Hopkins

Call to Order

The public board meeting was called to order at 4:31 p.m. MST by Katharine Conover-Keller, Chair. Ms. Conover-Keller confirmed the Board of Trustees quorum.

Approval of Agenda

Ms. Conover-Keller presented for approval the agenda of the March 6th Special Meeting of the Board.

It was moved by Dr. Pam Cutler, seconded by Jim Hunt, to approve the Agenda of the Special Meeting of the Board as presented. Members voted as follows: four Ayes. The motion carried unanimously.

Comments from the Chair (*presented by Ms. Katharine Conover-Keller*)

Ms. Conover-Keller recalled at last week's meeting that she proposed a slate of Board Chairs for each Committee as follows:

Cynthia Hogan as Nominating and Governance Committee Chair
Evan Jones for Strategy and HR Committee Chair
Jim Hunt for Finance, Facilities, and IT Committee Chair
Dr. Pam Cutler for Joint Compliance and Quality Committee Chair.

It was moved by Jim Hunt, seconded by Evan Jones, to approve Ms. Conover-Keller's proposed slate mentioned above. The Board discussed. Members voted as follows: five Ayes, The motion carried unanimously.

Ms. Conover-Keller mentioned that although there is nothing in our SJH Board Bylaws that mandates a Trustee to only serve on one committee, serving on multiple committees is not advised due to the time commitment and workload that chairing each committee requires.

Ms. Conover-Keller addressed the need to vote for a Treasurer as Scott Gibson resigned, leaving the role open. Katharine nominated Jim Hunt, Chair of Finance, Facilities, and IT Committee to also serve as Treasurer to the Board of Trustees. **It was moved by Evan Jones, seconded by Dr. Pam Cutler to approve Jim Hunt as Treasurer to the Board of Trustees. Members voted as follows: five Ayes. The motion carried unanimously.**

Ms. Conover-Keller reviewed Trustee Committee Member assignments as follows:

Finance, IT, Facilities Committee: Meets monthly.
Trustees= Chair- Jim Hunt, Cynthia Hogan, Evan Jones

Joint Compliance and Quality Committee (JCQC): Meets every other month.
Trustees= Chair- Dr. Pam Cutler, Katharine Conover-Keller, Bruce Hayes

Strategy, HR Committee: Meets monthly.
Trustees=Chair, Evan Jones, Pam Cutler, Katharine Conover-Keller

Nominating & Governance Committee: Meets alternate months from JCQC.
Trustees= Chair, Cynthia Hogan, Dr. Bruce Hayse, Dr. Brent Blue

It was moved by Jim Hunt, seconded by Dr. Pam Cutler to approve the three Trustees that would serve within each Committee proposed above. Members voted as follows: five Ayes. The motion carried unanimously.

Ms. Conover-Keller proposed members of the Special Litigation Committee as follows:

Special Litigation Committee: Meets as needed.
Trustees=Chair, Katharine Conover-Keller, Evan Jones, Dr. Pam Cutler
Advisors = Bob Pisano
Other Members = Legal counsel

It was moved by Jim Hunt, seconded by Dr. Pam Cutler to approve the Special Litigation Committee proposed above. Members voted as follows: five Ayes. The motion carried unanimously.

Ms. Conover-Keller noted that as Board Chair, she serves as a non-voting member on the SJH Foundation Board. The SJH Foundation Board allows for two Board of Trustees to serve as non-voting members. Ms. Conover-Keller proposed that Evan Jones serve as the second Foundation Board Member alongside her as the representative from the SJH Board of Trustees.

It was moved by Jim Hunt, seconded by Dr. Pam Cutler to approve Evan Jones to serve as a non-voting member on the SJH Foundation Board, which was proposed above. Members voted as follows: five Ayes. The motion carried unanimously.

Evan Jones and Katharine Conover-Keller discussed the 2023 Calendar and the Board informally reviewed and approved them. A copy of the calendar is attached.

Old Business - none

New Business - none

Public Comment - none

Next Meeting

The next regular monthly meeting is scheduled for Thursday, March 30th, 2023, via Zoom only. The Executive Session begins at 2:00 pm and the monthly Public Session begins at 4:00 pm.

Adjournment

With nothing additional to discuss, Katharine Conover-Keller adjourned the meeting at 4:45 p.m. It was moved by Dr. Pam Cutler, seconded by Dr. Brent Blue to adjourn this Special Meeting.

Respectfully submitted,
Morgan Gurney, Senior Executive Assistant

ALL COMMITTEE DATES 2023

January						
S	M	T	W	T	F	S
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	25	26	27	28
29	30	31				

February						
S	M	T	W	T	F	S
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26	27	28				

March						
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19	20	21	22	23	24	25
26	27	28	29	30	31	

April- no meetings						
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9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	29
30						

May						
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14	15	16	17	18	19	20
21	22	23	24	25	26	27
28	29	30	31			

June						
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11	12	13	14	15	16	17
18	19	20	21	22	23	24
25	26	27	28	29	30	

*July- starts at 12pm						
S	M	T	W	T	F	S
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16	17	18	19	20	21	22
23	24	25	26	27	28	29
30	31					

August						
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27	28	29	30	31		

September						
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24	25	26	27	28	29	30

October						
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29	30	31				

November						
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12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

December						
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				30	1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
31						

2023 Dates:

Board of Trustees Meeting

*July's BOT starts at 12:00 pm