



**Sublette County Hospital District Special Board Meeting Minutes  
January 15, 2024 at 5:00 p.m.  
Commissioner's Room – Pinedale, WY**

The Sublette County Hospital District Board of Trustees met for a Special Board Meeting at Commissioner's Room in Pinedale, WY on January 15, 2023 at 5:00 p.m. with Tonia Hoffman, Jamison Ziegler, Dave Bell, Kenda Tanner and Ashli Tatro present. Also in attendance were Lindsey, Bond, Dr. Burnett, Michelle Stauthamer and Joy Ufford. Attending via Zoom, were Lena Moeller and multiple community members.

At 5:00 p.m., the meeting was called to Order by Tonia Hoffman.

**Pledge of Allegiance**

**Set Agenda**

Dave Bell motioned to set the agenda. Ashli Tatro seconded. All in favor and motion carried.

**New Business –Payment of November PayApp**

There has been a significant delay on Pay Apps and we are back dated to our subs from November. Payments to the subs will be at risk but it needs to be done. MCM was suggested by the USDA to help with the Pay Apps and they have already begun the process to help us out. MCM was the company the board has dealt with in the past for bonds. We cannot submit anything to Zion's Bank for further draw until all the Pay Apps are caught up and in compliance. Pay Apps are behind due to compliance with the USDA and continue to get sent back for their approval. When the Pay Apps are approved by the USDA then we can request reimbursement for our account from Zions Bank. Dan from MCM is looking into the process of why the Pay Apps are being returned and will be able to give the board a better reason why. The sources and uses on the Pay App need to be more detailed and we need to be more transparent and have all of the numbers align. November Pay App has been submitted twice to the USDA and it has been returned again. USDA did not give us a template to use at the beginning of the process so Karl and Dave Doorn put one together and thought it was acceptable up to this point. Template is being worked on now to better fit our needs now. Dan from MCM as well as Dave believes that we have overpaid on the project but those numbers will be looked at closely by Dan. Board may possibly need to prepare to pay December Pay App as well unless it is approved by USDA. Monies will come out of construction account and then be reimbursed when Pay Apps are approved. A list of amounts and vouchers were reviewed by the board members.

Dave Bell moved to approve The November Pay App in the amount of \$1,800,554.04. Jamison Ziegler seconded. All in favor and motion carried.

### **New Business – Approval & Signing of Current Vouchers**

Two Henry Schein vouchers were presented to board for approval to sign and pay.

Jamison Ziegler moved to approve two vouchers for Henry Schein in the amount of \$26,770.95 and \$45,141.11. Kenda Tanner seconded. All in favor and motion carried.

### **New Business – Workflow For Future Invoices and Payments**

Presented a workflow chart for future payments of invoices and payments. Michelle is worried about timing and late fees and they cut 30-40 checks per week. Tonia stated that school districts, towns and municipalities do not pay until after it is approved. There may be a need to have 2 meetings per month as payments must be backed up by board action and it possibly could be handled by Zoom. Dave asked if a list of bills could be created weekly and the urgency of each bill with regards to late fees and timing. Lindsey offered to present to the board by Zoom with a screen share of each individual bill to make good use of the boards time. Discussion was had about possibly needing payroll and benefits approved beforehand as well and may need to be forecasted for meetings. Dave suggested that we contact the auditor before board moves forward on this decision and that we use the Delegation of Authority to allow them to sign checks up to a certain limit and not burden the finance department with the extra work to prepare information for the board. Discussion was had on the Delegation of Authority and what the purpose of it when it was placed in effect. Lena stated there is no legal reason for wanting to change the process of how bills are paid and approved but there is a statutory obligation that the board is under to make sure that public funds are being handled appropriately. Not having a management company in place right now make it more important that the board is more involved with the financial status of the organization. Board will continue the discussion at next meeting. Pay Apps and change orders need to continue to come to the board for approval prior to being signed. It has been communicated that all change orders need to be ready for the board meeting each month and they may have to hold special board meetings to get them approved. Signatures are required on change orders first then sent to USDA and then they are kicked back if they do not approve them and will be sent around for signatures again. Board would like to see all change orders especially if they involve an increased cost. Discussion will continue at a future board meeting about how to handle change orders.

### **New Business: Ratification of Retention of MCM**

Tonia needed to authorize a retainer for MCM to audit the Pay Apps that have been submitted and then kicked back so they could get started immediately. It was a \$7,500 retainer for 90 days with a rate of \$350/hr.

Dave Bell moved to ratify the retention of MCM to perform audit of USDA and Provide services for construction financials. Ashli Tatro seconded. All in favor and motion carried.

### **New Business – Roles and Responsibilities Matrix**

The USDA has specifically asked for how roles are being divided out in construction and finance. Lindsey stated that she feels like the board is responsible for entire project and wants the board to be deeply involved as much as possible. Lindsey would like to focus on operations and not construction as her background is healthcare operations, not construction. Board asked what are immediate needs for help. Michelle stated that she would like Dan at MCM to be available to help fill in gaps and help us get back on track with Pay Apps. Lindsey would like a management company that can come in strong and be able to help immediately. Facilities Director has so much on his plate at this time and is doing a great job but does not have the time to pick any of the construction pieces at this time. Dave said that a CFO is desperately needed and that the board reconsiders that a CFO needs to come after a CEO and get the search going immediately. Would like to consider entering into an agreement

with Eide Bailey to search for a CFO and get that going. It was suggested that we just open a position for CFO. Additional discussion will be had at next board meeting. CEO search firm has been hired but board is waiting for approval by the USDA and a contract cannot be signed with the company until USDA has approved.

**New Business – USDA & Ovation Visits**

Ovation, possible management company, would like to do a site visit on the 24<sup>th</sup> and meet with the board. Board will set up a workshop at 4 or 4:30 on the 24<sup>th</sup> so that Ovation can do a presentation about their services. USDA, Lillian & Bobby, will be in town on the 23<sup>rd</sup> and will tour the project site as well as meet with anyone that is available that day. Dave and possibly Ashli will be available to meet with the USDA on the 23<sup>rd</sup>.

**Public Comment**

None

**Executive Session**

At 6:15 p.m., Jamison Ziegler moved, and Ashli Tatro seconded, to go into Executive Session for the purpose of personnel and legal. All in favor. Motion carried.

At 8:05 p.m. the board came out of Executive Session and no action was taken.

**Adjournment**

Meeting was adjourned by consensus at 8:05 p.m.

Minutes taken by Jann Maxfield

Tonia G. Hoffman  
Tonia Hoffman, Board Chair

02/28/2024  
Date