

**WESTON COUNTY HOSPITAL DISTRICT
BOARD OF TRUSTEES MEETING
Special Board Meeting March 5, 2024**

Present: Dorothy Briggs, President (via Zoom); Jamie Farnsworth, Secretary; LeAnn Kenagy, Treasurer; Connie James, Trustee; Karen Drost, Trustee; Nick Johnson, Trustee; Ann Slagle, Trustee

Absent:

Also Present: Randy Lindauer, Chief Executive Officer

Visitors: Charles Hall; Stephen Hartz; Thomas Steiner

Call to Order: Jamie Farnsworth called the meeting to order at 5:00 pm.

Quorum: LeAnn Kenagy declared a quorum to conduct the business of Weston County Hospital District.

Introduction

Steven Hartz, Charles Hall, Thomas Steiner, and Aubrey Hall introduced themselves and explained their roles in the organization.

Social Media Marketing

Public perception is hospitals have a responsibility on social media & online:

- To raise public awareness about emerging & annual health concerns
- To combat misinformation to communicate during a crisis.
- To expand the reach of existing resources and recruitment efforts
- To answer common questions
- To promote citizen engagement

Board Roles & Responsibilities

In nonprofit corporation law, individual board members each have legal responsibilities, commonly described as the:

1. Duty of Care – When engaging in hospital business, board members must use good judgement and a level of care that an “ordinary prudent person” would exercise in a similar situation under like circumstances.
2. Duty of Loyalty – This duty prohibits board members from using their board positions to benefit themselves, their immediate family members, or their businesses.
3. Duty of Obedience – This duty requires board members to be faithful to the healthcare system’s mission; to follow all state, federal, and local laws; and to abide by board bylaws when representing the interests of the health center.

Each may be applied in a court of law or by the Internal Revenue Service to determine if an individual board member acted properly. These three duties apply to all decision making, to every action, and to strategic planning. Board members are responsible even if they do not attend meetings regularly or participate in the discussions. From a legal standpoint, a board member who does not abide by these duties could be considered negligent and personally liable for actions or inactions.

Organizational Recommendations

- Introduce Clinic Coach
- Develop a communication strategy.
- Strengthen leadership presence.
- Develop recognition strategies.
- Operational Assessment
- Regulatory Program Assessment
- Interim Chief Human Resource Director
- Strengthen social media presence.
- Setup professional photos and video sessions for leadership, board members, and providers

Board Recommendations

- Develop Board training program.
- Develop board member orientation.

IT WAS MOVED BY CONNIE JAMES TO ADJOURN THE MEETING AND SECONDED BY LEANN KENAGY. THE MOTION WAS UNANIMOUSLY APPROVED, AND THE MEETING WAS ADJOURNED AT 6:03 PM.

Dorothy Briggs, President

Jamie Farnsworth, Secretary